Exhibit 12

Prospectus Supplement to Prospectus Dated April 18, 2006

$1,175,230,000

(Approximate)

Asset-Backed Certificates, Series 2006-FM2

Nomura Home Equity Loan, Inc., Home Equity Loan Trust, Series 2006-FM2

Issuing Entity

Nomura Credit & Capital, Inc.
Sponsor

Nomura Home Equity Loan, Inc.
Depositor

Equity One, Inc.
Servicer

Wells Fargo Bank, N.A.
Master Servicer and Securities Administrator

Consider carefully the Risk Factors beginning on page S-14 in this prospectus supplement.

The certificates will represent interests in the Issuing Entity created for Series 2006-FM2 only and will not represent interests in or obligations of Nomura Home Equity Loan, Inc., Nomura Credit & Capital, Inc., the Underwriters, the Master Servicer, the Servicer, the Securities Administrator, the Trustee or any of their respective affiliates.

The following classes of certificates are being offered pursuant to this prospectus supplement and the accompanying prospectus:

Class	Approximate Initial Certificate Principal Balance[1]	Initial Pass-Through Rate %	Price to Public (%)	Underwriting Discount (%)
I-A-1	$ 525,197,000	Floating [2]	100.0000	0.1500
II-A-1	$ 280,775,000	Floating [3]	100.0000	0.1500
II-A-2	$ 41,264,000	Floating [4]	100.0000	0.1500
II-A-3	$ 93,007,000	Floating [5]	100.0000	0.1500
II-A-4	$ 12,103,000	Floating [6]	100.0000	0.1500
M-1	$ 46,051,000	Floating [7]	100.0000	0.1500
M-2	$ 41,753,000	Floating [8]	100.0000	0.1500
M-3	$ 25,788,000	Floating [9]	100.0000	0.1500
M-4	$ 22,104,000	Floating [10]	100.0000	0.1500
M-5	$ 20,876,000	Floating [11]	100.0000	0.1500
M-6	$ 19,034,000	Floating [12]	100.0000	0.1500
M-7	$ 18,420,000	Floating [13]	100.0000	0.1500
M-8	$ 15,964,000	Floating [14]	99.09514	0.1500
M-9	$ 12,894,000	Floating [15]	98.94285	0.1500

See next page for footnotes.

The Issuing Entity will issue not less than 20 classes of certificates, 14 of which are offered hereby. Each class of offered certificates will receive monthly distributions of interest, principal or both. The table above contains a list of the classes of offered certificates, including the approximate initial certificate principal balance of each class.

Credit enhancement for the offered certificates will be provided by subordination, excess spread and overcollateralization. In addition, the certificates offered hereby may benefit from net swap payments pursuant to an interest rate swap agreement and certain payments made pursuant to an interest rate cap agreement and a basis risk cap agreement.

The trust will consist of conventional, one-to-four family, fixed rate and adjustable-rate mortgage loans secured by first liens or second liens on residential real properties.

Greenwich Capital Markets, Inc., Citigroup Global Markets Inc. and Goldman, Sachs & Co. (the "Underwriters") will buy the offered certificates from the Depositor at a price equal to approximately 99.83% of the aggregate certificate principal balance of the offered certificates before deducting expenses estimated to be $1,848,472.

NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THE OFFERED CERTIFICATES OR DETERMINED THAT THIS FREE WRITING PROSPECTUS OR THE PROSPECTUS IS ACCURATE OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

THE ATTORNEY GENERAL OF THE STATE OF NEW YORK HAS NOT PASSED ON OR ENDORSED THE MERITS OF THIS OFFERING. ANY REPRESENTATION TO THE CONTRARY IS UNLAWFUL.

RBS Greenwich Capital

Citigroup **Goldman, Sachs & Co.**

The date of this prospectus supplement is October 30, 2006

(1) Approximate. Subject to a permitted variance of plus or minus 5%.

(2) The per annum pass-through rate on the Class I-A-1 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 0.14% or (B) after the first possible optional termination date, two times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(3) The per annum pass-through rate on the Class II-A-1 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 0.06% or (B) after the first possible optional termination date, two times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(4) The per annum pass-through rate on the Class II-A-2 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 0.12% or (B) after the first possible optional termination date, two times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(5) The per annum pass-through rate on the Class II-A-3 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 0.17% or (B) after the first possible optional termination date, two times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(6) The per annum pass-through rate on the Class II-A-4 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 0.25% or (B) after the first possible optional termination date, two times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(7) The per annum pass-through rate on the Class M-1 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 0.29% or (B) after the first possible optional termination date, one and one-half times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(8) The per annum pass-through rate on the Class M-2 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 0.32% or (B) after the first possible optional termination date, one and one-half times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(9) The per annum pass-through rate on the Class M-3 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 0.35% or (B) after the first possible optional termination date, one and one-half times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(10) The per annum pass-through rate on the Class M-4 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 0.39% or (B) after the first possible optional termination date, one and one-half times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(11) The per annum pass-through rate on the Class M-5 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 0.41% or (B) after the first possible optional termination date, one and one-half times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(12) The per annum pass-through rate on the Class M-6 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 0.48% or (B) after the first possible optional termination date, one and one-half times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(13) The per annum pass-through rate on the Class M-7 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 0.80% or (B) after the first possible optional termination date, one and one-half times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(14) The per annum pass-through rate on the Class M-8 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 1.25% or (B) after the first possible optional termination date, one and one-half times the applicable certificate margin and (ii) the applicable Net Funds Cap.

(15) The per annum pass-through rate on the Class M-9 Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 2.30% or (B) after the first possible optional termination date, one and one-half times the applicable certificate margin and (ii) the applicable Net Funds Cap.

TABLE OF CONTENTS

PROSPECTUS SUPPLEMENT

PROSPECTUS

Important notice about information in this prospectus supplement and the accompanying prospectus

You should rely only on the information contained in this document. We have not authorized anyone to provide you with different information.

We provide information to you about the offered certificates in two separate documents that progressively provide more detail:

- the accompanying prospectus, which provides general information, some of which may not apply to this series of certificates; and
- this prospectus supplement, which describes the specific terms of this series of certificates.

Nomura Home Equity Loan, Inc.'s principal offices are located at Two World Financial Center, Building B, 21st Floor, New York, New York 10281, and its telephone number is (212) 667-9300.

European Economic Area

In relation to each Member State of the European Economic Area which has implemented the Prospectus Directive (each, a "Relevant Member State"), the Underwriter has represented and agreed that with effect from and including the date on which the Prospectus Directive is implemented in that Relevant Member State (the "Relevant Implementation Date") it has not made and will not make an offer of certificates to the public in that Relevant Member State prior to the publication of a prospectus in relation to the certificates which has been approved by the competent authority in that Relevant Member State or, where appropriate, approved in another Relevant Member State and notified to the competent authority in that Relevant Member State, all in accordance with the Prospectus Directive, except that it may, with effect from and including the Relevant Implementation Date, make an offer of certificates to the public in that Relevant Member State at any time:

(a) to legal entities which are authorized or regulated to operate in the financial markets or, if not so authorized or regulated, whose corporate purpose is solely to invest in securities;

(b) to any legal entity which has two or more of (1) an average of at least 250 employees during the last financial year; (2) a total balance sheet of more than €43,000,000 and (3) an annual net turnover of more than €50,000,000, as shown in its last annual or consolidated accounts; or

(c) in any other circumstances which do not require the publication by the Issuer of a prospectus pursuant to Article 3 of the Prospectus Directive.

For the purposes of this provision, the expression an "offer of certificates to the public" in relation to any certificates in any Relevant Member State means the communication in any form and by any means of sufficient information on the terms of the offer and the certificates to be offered so as to enable an investor to decide to purchase or subscribe the certificates, as the same may be varied in that Member State by any measure implementing the Prospectus Directive in that Member State and the expression "Prospectus Directive" means Directive 2003/71/EC and includes any relevant implementing measure in each Relevant Member State.

United Kingdom

Each Underwriter has represented and agreed that:

(a) it has only communicated or caused to be communicated and will only communicate or cause to be communicated an invitation or inducement to engage in investment activity (within the meaning of Section 21 of the Financial Services and Markets Act) received by it in connection with the issue or sale of the certificates in circumstances in which Section 21(1) of the Financial Services and Markets Act does not apply to the Issuer; and

(b) it has complied and will comply with all applicable provisions of the Financial Services and Markets Act with respect to anything done by it in relation to the certificates in, from or otherwise involving the United Kingdom.

SUMMARY

- The following is a brief discussion of the important features of the certificates offered by this prospectus supplement and the accompanying prospectus and does not contain all of the information that you need to consider when making your investment decision. To understand the terms of an offering of the certificates, you should read this entire document and the accompanying prospectus carefully.

- Certain statements contained in or incorporated by reference in this prospectus supplement and the accompanying prospectus consist of forward-looking statements relating to future economic performance or projections and other financial items. These statements can be identified by the use of forward-looking words such as "may," "will," "should," "expects," "believes," "anticipates," "estimates," or other comparable words. Forward-looking statements are subject to a variety of risks and uncertainties that could cause actual results to differ from the projected results. Those risks and uncertainties include, among others, general economic and business conditions, regulatory initiatives and compliance with governmental regulations, customer preferences and various other matters, many of which are beyond our control. Because we cannot predict the future, what actually happens may be very different from what is contained in our forward-looking statements.

Title of Series

Nomura Home Equity Loan, Inc., Home Equity Loan Trust, Series 2006-FM2.

Cut-off Date

October 1, 2006.

Closing Date

On or about October 31, 2006.

Issuing Entity

Nomura Home Equity Loan, Inc., Home Equity Loan Trust Series 2006-FM2, a New York common law trust. The Issuing Entity is also sometimes referred to as the "trust" or the "trust fund".

Depositor

Nomura Home Equity Loan, Inc., a Delaware corporation. See "The Depositor" in this prospectus supplement.

Sponsor

Nomura Credit & Capital, Inc., a Delaware corporation. See "The Sponsor" in this prospectus supplement.

Servicer

Equity One, Inc., a Delaware corporation. See "Servicing" in this prospectus supplement for information concerning the servicer.

Subservicer

Popular Mortgage Servicing, Inc., a Delaware corporation. See "Servicing" in this prospectus supplement for information concerning the subservicer.

Master Servicer

Wells Fargo Bank, N.A., a national banking association. See "The Master Servicer, Securities Administrator and Custodian" in this prospectus supplement.

Originator

Fremont Investment & Loan, a California industrial bank.

See "The Mortgage Pool —The Originator" in this prospectus supplement for information concerning the originator.

Trustee

HSBC Bank USA, National Association, a national banking association. See "Pooling and Servicing Agreement — The Trustee" in this prospectus supplement.

Securities Administrator

Wells Fargo Bank, N.A., a national banking association. As securities administrator, Wells Fargo Bank, N.A. will act as certificate registrar and paying agent. See "The Master Servicer, Securities Administrator and Custodian" in this prospectus supplement.

Custodian

Wells Fargo Bank, N.A. See "The Master Servicer, Securities Administrator and Custodian" in this prospectus supplement.

Credit Risk Manager

Wells Fargo Bank, N.A. See "The Credit Risk Manager" in this prospectus supplement.

Pooling and Servicing Agreement

The pooling and servicing agreement among the servicer, the sponsor, the depositor, the master servicer, the securities administrator and the trustee, under which the mortgage loans will be pooled and serviced.

The Mortgage Loans

The trust will contain approximately 5,714 conventional, one-to-four family fixed-rate and adjustable-rate mortgage loans secured by first or second liens on residential real properties (the "Mortgage Loans").

The Mortgage Loans have an aggregate scheduled principal balance of approximately $1,228,042,345 as of the Cut-off Date and have original terms to maturity of not greater than 30 years.

The Mortgage Loans have been divided into two loan groups which we sometimes refer to as the Group I Mortgage Loans and the Group II Mortgage Loans. The Group I Mortgage Loans consist of one-to-four family, first and second lien fixed-rate and adjustable-rate mortgage loans with principal balances at origination that conformed to Freddie Mac loan limits. The Group II Mortgage Loans consist of one-to-four-family, first and second lien fixed-rate and adjustable-rate mortgage loans with principal balances at origination that may or may not have conformed to Freddie Mac loan limits.

The characteristics of the Mortgage Loans as described in this prospectus supplement may differ from the final pool as of the Closing Date due, among other things, to the possibility that certain Mortgage Loans may become delinquent or default or may be removed or substituted and that similar or different mortgage loans may be added to the pool prior to the Closing Date.

As of the Cut-off Date, the Mortgage Loans will have the characteristics as set forth in the table on pages S-11, S-12 and S-13 of this prospectus supplement. See also "The Mortgage Pool" in this prospectus supplement for additional characteristics of the Mortgage Loans.

Removal and Substitution of a Mortgage Loan

The trustee will acknowledge the sale, transfer and assignment of the trust fund to it by the depositor and receipt of, subject to further review and the exceptions, the Mortgage Loans. If the trustee or its custodian has

actual knowledge that any Mortgage Loan is defective on its face due to a breach of the representations and warranties with respect to that Mortgage Loan made in the transaction agreements, the trustee will promptly notify the sponsor of such defect. The sponsor must then correct or cure any such defect within 90 days from the date of notice from the trustee of the defect and if the sponsor fails to correct or cure such defect within such period and such defect materially and adversely affects the interests of the related certificateholders in such Mortgage Loan, the sponsor will be required to, in accordance with the terms of the pooling and servicing agreement and within 90 days of the date of notice of such defect, repurchase such Mortgage Loan or provide the trustee with a substitute Mortgage Loan (if within two years of the Closing Date); provided that, if such Mortgage Loan is discovered to be other than a "qualified mortgage" as defined in Section 860G(a)(3) of the Internal Revenue Code, any such cure, repurchase or substitution must occur within 90 days from the date such breach was discovered.

Description of the Certificates

Offered Certificates

The Class I-A-1, Class II-A-1, Class II-A-2, Class II-A-3, Class II-A-4, Class M-1, Class M-2, Class M-3, Class M-4, Class M-5, Class M-6, Class M-7, Class M-8 and Class M-9 Certificates are offered by this prospectus supplement.

The Class I-A-1 Certificates (also referred to in this prospectus supplement as the "Group I Certificates") will represent senior interests principally in the Group I Mortgage Loans. The Class II-A-1, Class II-A-2, Class II-A-3 and Class II-A-4 Certificates (also collectively referred to in this prospectus supplement as the "Group II Certificates") will represent senior interests principally in the Group II Mortgage Loans. The Group I Certificates and Group II Certificates are also collectively referred to in this prospectus supplement as the "Senior Certificates". The Class M-1, Class M-2, Class M-3, Class M-4, Class M-5, Class M-6, Class M-7, Class M-8 and Class M-9 Certificates will represent subordinate interests in the Group I Mortgage Loans and the Group II Mortgage Loans and are collectively referred to in this prospectus supplement as the "Mezzanine Certificates". The Senior Certificates and the Mezzanine Certificates are together referred to in this prospectus supplement as the "Offered Certificates".

Non-Offered Certificates

The trust will also issue the Class B-1, Class B-2, Class X, Class P, Class R and Class R-X Certificates, and we sometimes refer to these certificates in this prospectus supplement as the "Non-Offered Certificates". None of the Non-Offered Certificates are being publicly or otherwise offered by this prospectus supplement.

Class B Certificates

The Class B-1 Certificates and Class B-2 Certificates represent subordinate interests in all of the Mortgage Loans and are together referred to in this prospectus supplement as the "Class B Certificates". The initial certificate principal balance of the Class B-1 Certificates and Class B-2 Certificates is equal to approximately $12,894,000 and approximately $12,280,000, respectively and the pass-through rate for each such class is equal to the lesser of (i) the sum of One-Month LIBOR for that distribution date plus (A) on or prior to the first possible optional termination date, 2.30% or (B) after the first possible optional termination date, one and one-half times the applicable certificate margin, and (ii) the applicable Net Funds Cap. The Class B Certificates initially evidence an aggregate interest of approximately 2.05% in the trust. The Class B Certificates, together with the Mezzanine Certificates are sometimes

referred to collectively in this prospectus supplement as the "Subordinate Certificates".

Class X Certificates

The certificate principal balance of the Class X Certificates on any date of determination is equal to the excess of the aggregate principal balance of the Mortgage Loans over the aggregate certificate principal balance of the Senior Certificates and Subordinate Certificates. As of the Closing Date, the aggregate principal balance of the Mortgage Loans will exceed the aggregate certificate principal balance of the Senior Certificates and Subordinate Certificates by approximately $27,638,345.

Class P Certificates

The Class P Certificates will have an initial certificate principal balance of $100 and will not be entitled to distributions in respect of interest. The Class P Certificates will be entitled to all prepayment charges received in respect of the Mortgage Loans.

Residual Certificates

The Class R Certificates and Class R-X Certificates (together, the "Residual Certificates") represent the right to receive distributions in respect of the Mortgage Loans on any distribution date after all required payments of principal and interest have been made on such date in respect of the Offered Certificates, the Class B Certificates, the Class P Certificates and the Class X Certificates, although it is not anticipated that funds will be available for any such distribution.

Although not offered by this prospectus supplement, the Non-Offered Certificates are described in this prospectus supplement because their certificate principal balances, structure, collateral, rights, risks and other characteristics affect the certificate principal balance, structure, collateral, rights, risks and other characteristics of the Offered Certificates.

Last Scheduled Distribution Date

The distribution date in July 2036 will be the last scheduled distribution date for the Senior Certificates and the Subordinate Certificates. It is possible that the certificate principal balance of any class of Senior Certificates and the Subordinate Certificates may not be fully paid or reduced to zero by this date. See "Yield, Prepayment and Maturity Considerations" in this prospectus supplement.

Record Date

For the Senior Certificates and the Subordinate Certificates and for any distribution date, the business day preceding the applicable distribution date so long as such certificates remain in book-entry form; otherwise the record date shall be the last business day of the month preceding the month in which such distribution date occurs.

Denominations

For each class of Senior Certificates and the Subordinate Certificates, $25,000 and multiples of $1 in excess thereof, except that one certificate of each class will be issued in the remainder of the class.

Registration

The trust will issue the Senior Certificates and the Subordinate Certificates initially in book-entry form. Persons acquiring interests in the Senior Certificates and the Subordinate Certificates may elect to hold their beneficial interests through The Depository Trust Company, in the United States, or Clearstream Luxembourg or Euroclear, in Europe.

We refer you to "Description of the Certificates—Book-Entry Registration" and in this prospectus supplement.

Distribution Dates

The securities administrator will make distributions on the certificates on the 25th day of each calendar month beginning in November 2006 to the appropriate holders of record. If the 25th day of the month is not a business day, then the securities administrator will make distributions on the following business day.

Interest Payments

On each distribution date holders of the Senior Certificates and Subordinate Certificates will be entitled to receive:

- the interest that has accrued on the certificate principal balance of such certificates at the related pass-through rate during the related accrual period, and

- any interest due on a prior distribution date that was not paid (but with no interest accrued thereon), less

- interest shortfalls allocated to such certificates.

The accrual period for the Senior Certificates and Subordinate Certificates and any distribution date will be the period commencing on the immediately preceding distribution date (or, with respect to the first accrual period, the Closing Date) and ending on the day immediately preceding the related distribution date. Calculations of interest on the Senior Certificates and Subordinate Certificates will be based on a 360-day year and the actual number of days elapsed during the related accrual period.

Principal Payments

On each distribution date, holders of the Senior Certificates and Subordinate Certificates then entitled to distributions of principal will receive a distribution of principal on their certificates if there is cash available on that distribution date for the payment of principal. Monthly principal distributions will generally include:

- principal payments on the Mortgage Loans in the related loan group, and

- to restore or maintain a specified overcollateralization level, interest payments on the Mortgage Loans not needed to pay interest on the Senior Certificates and Subordinate Certificates, monthly fees and expenses of the trust and to make payments under the Interest Rate Swap Agreement as described in this prospectus supplement.

You should review the priority of payments described under "Description of the Certificates—Distributions of Principal" in this prospectus supplement.

Credit Enhancement

Credit enhancements provide limited protection to holders of specified certificates against shortfalls in payments received on the Mortgage Loans in the related loan group. This transaction employs the following forms of credit enhancement:

Subordination. The rights of the holders of the Subordinate Certificates to receive distributions will be subordinated, to the extent described in this prospectus supplement, to the rights of the holders of the Senior Certificates. In addition, each class of Subordinate Certificates will be subordinate to each other class of Subordinate Certificates with a higher payment priority.

Allocation of Realized Losses. If, on any distribution date, there is not sufficient excess interest or overcollateralization (represented by the Class X Certificates) to absorb realized losses on the Mortgage Loans, then realized losses on the Mortgage Loans will be

allocated to the Class B-2, Class B-1, Class M-9, Class M-8, Class M-7, Class M-6, Class M-5, Class M-4, Class M-3, Class M-2 and Class M-1 Certificates, in that order, until their respective certificate principal balances have been reduced to zero. The pooling and servicing agreement does not permit the allocation of realized losses on the Mortgage Loans to the Senior Certificates; however, investors in those certificates should realize that under certain loss scenarios, there will not be enough principal and interest on the Mortgage Loans to pay the Senior Certificates all interest and principal amounts to which those certificates are then entitled. See "Description of the Certificates—Credit Enhancement" in this prospectus supplement.

Once realized losses are allocated to a class of certificates, its certificate principal balance will be reduced by the amount so allocated. However, the amount of any realized losses allocated to the certificates may be distributed to the holders of these certificates on subsequent distribution dates to the extent of funds available as described under "Description of the Certificates—Credit Enhancement" and "The Interest Rate Swap Agreement."

Excess Spread and Overcollateralization. We expect the Mortgage Loans to generate more interest than is needed to pay interest on the Senior Certificates and Subordinate Certificates because we expect the weighted average net mortgage rate of the Mortgage Loans to be higher than the weighted average pass-through rate on the Senior Certificates and Subordinate Certificates. As of the Closing Date, the aggregate principal balance of the Mortgage Loans will exceed the aggregate certificate principal balance of the Senior Certificates and Subordinate Certificates by approximately $27,638,345. This amount represents the amount of overcollateralization required under the pooling and servicing agreement. On each distribution date, interest payments received in respect of the Mortgage Loans in excess of the amount that is needed to pay interest on the Senior Certificates, the Subordinate Certificates, related trust expenses and payments under the Interest Rate Swap Agreement may be used to reduce the total certificate principal balance of the Senior Certificates and Subordinate Certificates to the extent necessary to maintain or restore the required level of overcollateralization. In addition, as described in this prospectus supplement, amounts received under the Interest Rate Swap Agreement and the Interest Rate Cap Agreement (each, as described below) may be available to maintain or restore the required level of overcollateralization.

We refer you to "Description of the Certificates—Credit Enhancement" and "The Interest Rate Swap Agreement" in this prospectus supplement.

Basis Risk Cap Agreement

The Senior Certificates and Subordinate Certificates will have the benefit of a basis risk cap agreement (the "Basis Risk Cap Agreement") provided by HSBC Bank USA, National Association (the "Basis Risk Cap Provider") to pay amounts in respect of Basis Risk Shortfalls (as defined under "Description of the Certificates—Glossary of Terms" in this prospectus supplement) with respect to the Senior Certificates and Subordinate Certificates. The Basis Risk Cap Agreement, beginning with the distribution date in November 2006 and continuing through and including the distribution date in April 2007, requires the counterparty to make a payment to the securities administrator for the benefit of the Senior Certificates and Subordinate Certificates an amount equal to the product of (i) the excess, if any, of one-month LIBOR (as determined in the Basis Risk Cap Agreement) for any interest accrual period over a specified strike rate (subject to a maximum rate of 11.00%, (ii) the notional amount set forth in the Basis Risk Cap Agreement and (iii) a fraction, the numerator of which is the actual number of days elapsed from the previous

distribution date to but excluding the current distribution date (or, for the first distribution date, the actual number of days elapsed from the Closing Date to but excluding the first distribution date), and the denominator of which is 360. Cap payments, if any, made by the Basis Risk Cap Provider will be deposited in the basis risk shortfall reserve fund and will be available for distribution in respect of Basis Risk Shortfalls on the Senior Certirficates and Subordinate Certificates as set forth in this prospectus supplement.

We refer you to "The Basis Risk Cap Agreement" in this prospectus supplement for additional information.

Interest Rate Swap Agreement

The Senior Certificates and Subordinate Certificates will have the benefit of an interest rate swap agreement (the "Interest Rate Swap Agreement") provided by HSBC Bank USA, National Association (the "Swap Provider") commencing on the distribution date in May 2007 and terminating immediately following the distribution date in October 2011.

HSBC Bank USA, National Association, as Supplemental Interest Trust Trustee, will enter into the Interest Rate Swap Agreement with, the Swap Provider. The Supplemental Interest Trust Trustee will appoint Wells Fargo Bank, N.A. as securities administrator to receive and distribute funds with regards to the Interest Rate Swap Agreement on behalf of the Supplemental Interest Trust, whether payable by or to the Swap Provider pursuant to the Interest Rate Swap Agreement.

Pursuant to the Interest Rate Swap Agreement, on each applicable distribution date (i) the securities administrator (on behalf of a Supplemental Interest Trust and from funds of such trust) will make a payment (the "Fixed Swap Payment") to the Swap Provider and (ii) the Swap Provider will be obligated to make a payment to the Supplemental Interest Trust for the benefit of the holders of the Senior Certificates and Subordinate Certificates (the "Floating Swap Payment"), in each case as set forth in the Interest Rate Swap Agreement and as described in this prospectus supplement under "The Interest Rate Swap Agreement".

On each distribution date, to the extent that the Fixed Swap Payment exceeds the Floating Swap Payment, the securities administrator, on behalf of the Supplemental Interest Trust, will make a net payment to the Swap Provider, and to the extent that the Floating Swap Payment exceeds the Fixed Swap Payment, the Swap Provider will make a net payment to the securities administrator on behalf of the Supplemental Interest Trust, each such payment referred to in this prospectus supplement as a "Net Swap Payment." The securities administrator will deposit any Net Swap Payment received from the Swap Provider into a reserve fund, and such amount will be available for distribution to the holders of the Senior Certificates and Subordinate Certificates to the extent described in this prospectus supplement. See "The Interest Rate Swap Agreement" in this prospectus supplement. If, on any distribution date, the Net Swap Payment made by the Swap Provider exceeds the amounts payable to the Senior Certificates and Subordinate Certificates as described in this prospectus supplement, such excess will be distributed to the Class X Certificates. For each distribution date in respect of which the securities administrator is required to make a Net Swap Payment to the Swap Provider, the trust will be required to make a payment to the securities administrator in the same amount prior to distributions to holders of the Senior Certificates and Subordinate Certificates.

Upon early termination of the Interest Rate Swap Agreement, the securities administrator or the Swap Provider may be liable to make a swap termination payment to the other party (regardless of which party has caused the termination). The swap termination payment will be computed in accordance with the procedures set forth in the Interest Rate Swap

Agreement. In the event that the securities administrator is required to make a swap termination payment to the Swap Provider, the trust will be required to make a payment to the securities administrator in the same amount (to the extent not paid by the securities administrator from any upfront payment received pursuant to any replacement interest rate swap agreement that may be entered into by the Supplemental Interest Trust Trustee), which amount will be paid by the trust on the related distribution date and on any subsequent distribution dates until paid in full, prior to any distribution to the holders of the Senior Certificates and Subordinate Certificates, except for certain swap termination payments resulting from an event of default or certain termination events with respect to the Swap Provider as described in this prospectus supplement, for which payments by the trust to the securities administrator will be subordinated to all distributions to the Senior Certificates and Subordinate Certificates.

We refer you to "The Interest Rate Swap Agreement" in this prospectus supplement.

Interest Rate Cap Agreement

The Senior Certificates and Subordinate Certificates will have the benefit of an interest rate cap agreement (the "Interest Rate Cap Agreement") provided by HSBC Bank USA, National Association (the "Interest Rate Cap Provider") commencing on the distribution date in June 2008 and terminating immediately following the distribution date in October 2011.

HSBC Bank USA, National Association, as cap trustee (the "Cap Trustee"), will enter into the Interest Rate Cap Agreement with, the Interest Rate Cap Provider. The Cap Trustee will appoint Wells Fargo Bank, N.A. as cap securities administrator (the "Cap Securities Administrator") to receive and distribute funds in respect of the Interest Rate Cap Agreement.

The Interest Rate Cap Agreement requires the Interest Rate Cap Provider to make a payment to the Cap Securities Administrator for the benefit of the holders of the Senior Certificates and Subordinate Certificates calculated at a rate equal to the product of (a) the excess, if any, of one-month LIBOR (as determined in the Interest Rate Cap Agreement and subject to a maximum of 9.50%) over 5.25%, (b) the Cap Notional Amount (as defined in this prospectus supplement) and (c) a fraction, the numerator of which is the actual number of days elapsed in the related interest accrual period (or, for the first distribution date, the actual number of days elapsed from the Closing Date to but excluding the first distribution date), and the denominator of which is 360.

Pursuant to a Cap Allocation Agreement (as further described in this prospectus supplement), the Cap Securities Administrator will remit to the Securities Administrator an amount (to the extent of the amount received by the Cap Securities Administrator pursuant to the Interest Rate Cap Agreement) equal to the amount required to pay interest shortfalls and basis risk shortfalls, maintain overcollateralization and cover losses on the Senior Certificates and Subordinate Certificates to the extent not covered by payments received under the Interest Rate Swap Agreement, the Basis Risk Cap Agreement and excess cashflow.

Any payments received by the Securities Administrator from the Cap Securities Administrator will be deposited into a segregated trust account established on the Closing Date (the "Cap Account"), as more fully described in this prospectus supplement. Amounts deposited into the Cap Account, if any, will be available for distribution on the Senior Certificates and Subordinate Certificates as set forth in this prospectus supplement.

We refer you to "The Interest Rate Cap Agreement" in this prospectus supplement.

Advances

The servicer will make cash advances with respect to delinquent payments of scheduled interest and principal on the Mortgage Loans to the extent that the servicer reasonably believes that such cash advances can be repaid from future payments on the related Mortgage Loans. These cash advances are only intended to maintain a regular flow of scheduled interest and principal payments on the certificates and are not intended to guarantee or insure against losses.

Servicing Fee

With respect to each Mortgage Loan, the amount of the annual servicing fee that shall be paid to the servicer is, for a period of one full month, equal to one-twelfth of the product of (a) 50 basis points (0.5000%) and (b) the outstanding principal balance of such Mortgage Loan. Such fee will be payable monthly, computed on the basis of the same principal amount and period with respect to which any related interest payment on such Mortgage Loan is computed. The obligation to pay the servicing fee will be limited to, and the servicing fee will be payable from the interest portion of such monthly payments collected; provided, however, that accrued and unpaid servicing fees applicable to liquidated Mortgage Loans may be payable out of amounts on deposit in the collection account as further described in the pooling and servicing agreement.

Master Servicing Fee

With respect to each Mortgage Loan, the amount of the annual master servicing fee that shall be paid to the master servicer is a fee, for a period of one full month, equal to one-twelfth of the product of (a) 1.10 basis points (0.0110%) and (b) the outstanding principal balance of such Mortgage Loan. Such fee will be payable monthly, computed on the basis of the same principal amount and period with respect to which any related interest payment on such Mortgage Loan is computed. The obligation to pay the master servicing fee will be limited to, and the master servicing fee will be payable from the interest portion of such monthly payments collected. The master servicing fee includes securities administrator, paying agent, certificate registrar and credit risk manager fees. In addition, the master servicer will pay the trustee fee from its fee.

Optional Termination

At its option and subject to certain conditions, the master servicer may purchase all but not less than all of the Mortgage Loans remaining in the trust fund (and all property acquired by the trust fund in respect of the Mortgage Loans) and thereby effect early retirement of the certificates if on such distribution date the aggregate stated principal balance (as defined under "Description of the Certificates—Glossary of Terms" in this prospectus supplement) of the Mortgage Loans (and the fair market value of any property acquired by the trust fund in respect of the Mortgage Loans) has been reduced to less than or equal to 10% of the aggregate stated principal balance of the Mortgage Loans as of the Cut-off Date.

Notwithstanding the foregoing, the master servicer shall not be entitled to exercise its optional termination right to the extent that the depositor creates a net interest margin transaction which includes the Class X Certificates or Class P Certificates and the notes issued pursuant to such net interest margin transaction are outstanding on the date on which the master servicer intends to exercise its optional termination right.

If the optional termination right is not exercised on the first distribution date on which the aggregate stated principal balance of the Mortgage Loans (and the fair market value of any property acquired by the trust fund in respect of the Mortgage Loans) has been reduced to less than or equal to 10% of the aggregate stated principal balance of the

Mortgage Loans as of the Cut-off Date (the "First Possible Optional Termination Date"), the pass-through rates on the Senior Certificates and Subordinate Certificates will increase as provided in this prospectus supplement.

Federal Income Tax Consequences

For federal income tax purposes, the trust will comprise multiple real estate mortgage investment conduits, organized in a tiered REMIC structure. The Senior Certificates, the Subordinate Certificates and the Class X Certificates (other than any payments received from the basis risk shortfall reserve fund, the Cap Account, the Supplemental Interest Trust or the obligation to make payments to the Supplemental Interest Trust or the basis risk shortfall reserve fund) and the Class P Certificates will represent beneficial ownership of "regular interests" in the related REMIC identified in the pooling and servicing agreement.

Each Residual Certificate will represent the beneficial ownership of the sole class of "residual interests" in one or more REMICs.

We refer you to "Federal Income Tax Consequences" in this prospectus supplement for additional information concerning the application of federal income tax laws.

Legal Investment

The Senior Certificates and the Subordinate Certificates will not constitute "mortgage related securities" for purposes of the Secondary Mortgage Market Enhancement Act of 1984 ("SMMEA"), and therefore will not be legal investments for those entities to the extent provided in SMMEA and applicable state laws.

We refer you to "Legal Investment" in this prospectus supplement.

ERISA Considerations

It is expected that the Offered Certificates may be purchased by, or with the assets of, employee benefit plans subject to the Employee Retirement Income Security Act of 1974, as amended ("ERISA") or plans or arrangements subject to section 4975 of the Code (each, a "Plan"). Prior to the termination of the Supplemental Interest Trust, Plans or persons using assets of a Plan may purchase the Offered Certificates if the purchase and holding meets the requirements of an investor-based class exemption issued by the Department of Labor. Investors should consult with their counsel with respect to the consequences under ERISA and the Code of a Plan's acquisition and ownership of such certificates.

We refer you to "ERISA Considerations" in this prospectus supplement and in the prospectus.

Ratings

The Offered Certificates will not be offered unless they receive ratings at least as high as those set forth below from Standard & Poor's, a division of The McGraw-Hill Companies, Inc., which we refer to as "Standard & Poor's", Moody's Investors Service, Inc., which we refer to as "Moody's", Fitch Ratings, which we refer to as "Fitch" and Dominion Bond Rating Service, which we refer to as "DBRS".

Class	Standard & Poor's	Moody's	Fitch	DBRS
I-A-1	AAA	Aaa	AAA	AAA
II-A-1	AAA	Aaa	AAA	AAA
II-A-2	AAA	Aaa	AAA	AAA
II-A-3	AAA	Aaa	AAA	AAA
II-A-4	AAA	Aaa	AAA	AAA
M-1	AA+	Aa1	AA+	AA (high)
M-2	AA+	Aa2	AA+	AA
M-3	AA	Aa3	AA	AA (low)
M-4	AA	A1	AA-	A (high)
M-5	AA-	A2	A+	A
M-6	A+	A3	A	A (low)
M-7	A	Baa1	A-	BBB (high)
M-8	BBB+	Baa2	BBB+	BBB
M-9	BBB	Baa3	BBB	BBB (low)

A rating is not a recommendation to buy, sell or hold securities and each rating agency can revise or withdraw such ratings at any time. In general, ratings address credit risk and do not address the likelihood of prepayments.

Summary of Group I Mortgage Loans

Number of Mortgage Loans:	3,891	Fixed Non-Balloon Loans:	17.12%
Aggregate Principal Balance:	$677,237,695	Purpose:	
Average Principal Balance:	$174,052	Purchase:	46.99%
Low Principal Balance:	$14,886	Refinance - Cashout:	51.49%
High Principal Balance:	$661,906	Refinance - Rate/Term:	1.51%
W.A. Coupon:	8.590%	Property Type:	
Low Coupon:	5.600%	Single Family Residence:	78.80%
High Coupon:	14.100%	2-4 Family:	11.37%
W.A. Stated Remaining Term:	355 months	Condominium:	6.57%
Low Stated Remaining Term:	115 months	PUD:	3.22%
High Stated Remaining Term:	356 months	Townhouse:	0.04%
W.A. Seasoning:	5 months	Occupancy Status:	
Latest Maturity Date:	June 1, 2036	Owner-Occupied:	93.05%
State Concentration (>5%):		Investment:	6.37%
Florida:	18.51%	Second Home:	0.57%
California:	17.33%	Documentation:	
New York:	10.11%	Full/Alt:	57.36%
Maryland:	6.89%	Stated Income/Verified Assets:	5.13%
New Jersey:	6.76%	Stated/Stated Documentation:	37.51%
Illinois:	5.03%		
Interest Only Mortgage Loans:	8.84%		
W.A. Interest Only Period[(1)]:	60 Months	% of Loans with LTV > 80 (First Liens):	25.54%
W.A. Original LTV:	80.58%	% of Loans with LTV > 80, No MI (First Liens):	25.54%
Low LTV:	11.43%		
High LTV:	100.00%	Loans with Prepayment Penalties:	60.64%
W.A. CLTV:	88.34%	Weighted Average Prepayment Penalty Term[(3)]:	25 months
Low CLTV:	11.43%		
High CLTV:	100.00%	ARM Loans:	
W.A. FICO Score[(2)]:	620	Weighted Average Margin:	6.141%
Index Type:		Weighted Average Max. Rate:	14.465%
6 month LIBOR:	79.19%	Weighted Average Min. Rate:	8.465%
Fixed:	20.81%	Weighted Average Life Cap:	6.001%
First Liens:	91.86%	Weighted Average First Periodic Cap:	2.569%
Second Liens:	8.14%	Weighted Average Periodic Cap:	1.500%

(1) For Mortgage Loans with Interest Only Periods.
(2) For Mortgage Loans that were scored.
(3) For Mortgage Loans with Prepayment Penalties.

Summary of Group II Mortgage Loans

Number of Mortgage Loans:	1,823	Fixed Non-Balloon Loans:	11.80%
Aggregate Principal Balance:	$550,804,650	Purpose:	
Average Principal Balance:	$302,142	Purchase:	60.31%
Low Principal Balance:	$11,445	Refinance - Cashout:	38.19%
High Principal Balance:	$1,492,441	Refinance - Rate/Term:	1.50%
W.A. Coupon:	8.283%	Property Type:	
Low Coupon:	5.450%	Single Family Residence:	76.33%
High Coupon:	13.950%	2-4 Family:	13.57%
W.A. Stated Remaining Term:	355 months	Condominium:	6.50%
Low Stated Remaining Term:	115 months	PUD:	3.49%
High Stated Remaining Term:	356 months	Townhouse:	0.11%
W.A. Seasoning:	5 months	Occupancy Status:	
Latest Maturity Date:	June 1, 2036	Owner-Occupied:	95.75%
State Concentration (>5%):		Investment:	3.82%
California:	34.42%	Second Home:	0.43%
New York:	14.67%	Documentation:	
Florida:	13.24%	Full/Alt:	52.08%
New Jersey:	5.50%	Stated Income/Verified Assets:	6.12%
Maryland:	5.23%	Stated/Stated Documentation:	41.80%
Interest Only Mortgage Loans:	16.95%		
W.A. Interest Only Period(1):	60 Months	% of Loans with LTV > 80 (First Liens):	27.85%
W.A. Original LTV:	82.06%	% of Loans with LTV > 80, No MI (First Liens):	27.85%
Low LTV:	23.81%		
High LTV:	100.00%	Loans with Prepayment Penalties:	62.02%
W.A. CLTV:	92.14%	Weighted Average Prepayment Penalty Term(3):	24 months
Low CLTV:	23.81%		
High CLTV:	100.00%	ARM Loans:	
W.A. FICO Score(2):	638	Weighted Average Margin:	5.985%
Index Type:		Weighted Average Max. Rate:	14.203%
6 month LIBOR:	84.19%	Weighted Average Min. Rate:	8.204%
Fixed:	15.81%	Weighted Average Life Cap:	5.999%
First Liens:	94.37%	Weighted Average First Periodic Cap:	2.543%
Second Liens:	5.63%	Weighted Average Periodic Cap:	1.499%

(1) For Mortgage Loans with Interest Only Periods.
(2) For Mortgage Loan that were scored.
(3) For Mortgage Loans with Prepayment Penalties.

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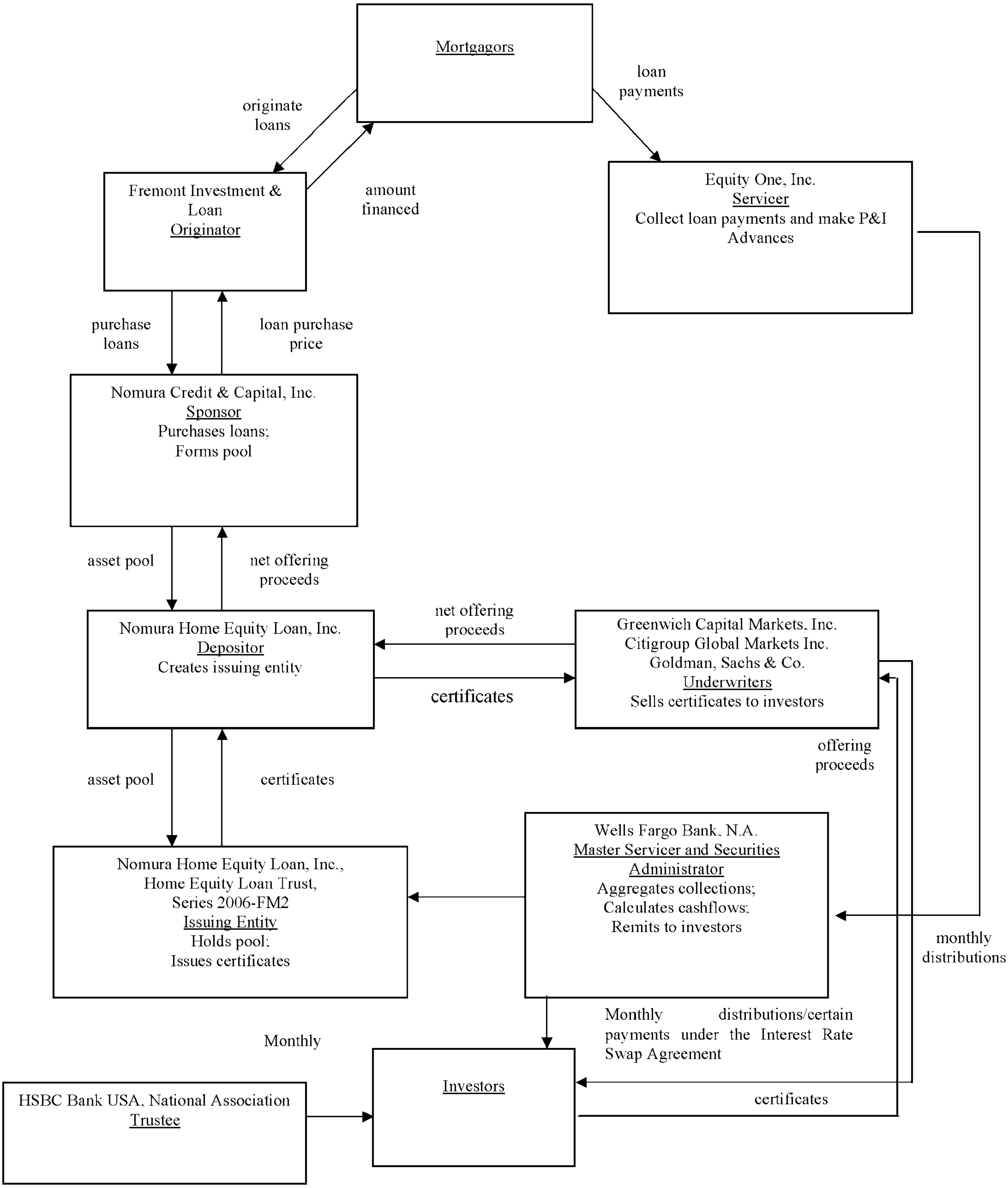
Summary of Mortgage Loans

Number of Mortgage Loans:	5,714	Fixed Non-Balloon Loans:	14.74%
Aggregate Principal Balance:	$1,228,042,345	Purpose:	
Average Principal Balance:	$214,918	Purchase:	52.97%
Low Principal Balance:	$11,445	Refinance - Cashout:	45.53%
High Principal Balance:	$1,492,441	Refinance - Rate/Term:	1.51%
W.A. Coupon:	8.452%	Property Type:	
Low Coupon:	5.450%	Single Family Residence:	77.69%
High Coupon:	14.100%	2-4 Family:	12.36%
W.A. Stated Remaining Term:	355 months	Condominium:	6.54%
Low Stated Remaining Term:	115 months	PUD:	3.34%
High Stated Remaining Term:	356 months	Townhouse:	0.07%
W.A. Seasoning:	5 months	Occupancy Status:	
Latest Maturity Date:	June 1, 2036	Owner-Occupied:	94.26%
State Concentration (>5%):		Investment:	5.23%
California:	25.00%	Second Home:	0.51%
Florida:	16.14%	Documentation:	
New York:	12.15%	Full/Alt:	54.99%
New Jersey:	6.19%	Stated Income/Verified Assets:	5.58%
Maryland:	6.14%	Stated/Stated Documentation:	39.43%
Interest Only Mortgage Loans:	12.48%		
W.A. Interest Only Period(1):	60 Months	% of Loans with LTV > 80 (First Liens):	26.59%
W.A. Original LTV:	81.25%	% of Loans with LTV > 80, No MI (First Liens):	26.59%
Low LTV:	11.43%		
High LTV:	100.00%	Loans with Prepayment Penalties:	61.26%
W.A. CLTV:	90.05%	Weighted Average Prepayment Penalty Term(3):	25 months
Low CLTV:	11.43%		
High CLTV:	100.00%	ARM Loans:	
W.A. FICO Score(2):	628	Weighted Average Margin:	6.069%
Index Type:		Weighted Average Max. Rate:	14.344%
6 month LIBOR:	81.43%	Weighted Average Min. Rate:	8.344%
Fixed:	18.57%	Weighted Average Life Cap:	6.000%
First Liens:	92.98%	Weighted Average First Periodic Cap:	2.557%
Second Liens:	7.02%	Weighted Average Periodic Cap:	1.500%

(1) For Mortgage Loans with Interest Only Periods.
(2) For Mortgage Loans that were scored.
(3) For Mortgage Loans with Prepayment Penalties.

TRANSACTION STRUCTURE



RISK FACTORS

In addition to the matters described elsewhere in this prospectus supplement and the prospectus, you should carefully consider the following risk factors before deciding to purchase a certificate.

The Subordinate Certificates have a greater risk of loss than the Senior Certificates..

When certain classes of certificates provide credit enhancement for other classes of certificates it is sometimes referred to as "subordination."

The Subordinate Certificates are subordinate to the Senior Certificates. In addition:

- the Class M-2, Class M-3, Class M-4, Class M-5, Class M-6, Class M-7, Class M-8, Class M-9, Class B-1 and Class B-2 Certificates are subordinate to the Class M-1 Certificates;
- the Class M-3, Class M-4, Class M-5, Class M-6, Class M-7, Class M-8, Class M-9, Class B-1 and Class B-2 Certificates are subordinate to the Class M-2 Certificates;
- the Class M-4, Class M-5, Class M-6, Class M-7, Class M-8, Class M-9, Class B-1 and Class B-2 Certificates are subordinate to the Class M-3 Certificates;
- the Class M-5, Class M-6, Class M-7, Class M-8, Class M-9, Class B-1 and Class B-2 Certificates are subordinate to the Class M-4 Certificates;
- the Class M-6, Class M-7, Class M-8, Class M-9, Class B-1 and Class B-2 Certificates are subordinate to the Class M-5 Certificates;
- the Class M-7, Class M-8, Class M-9, Class B-1 and Class B-2 Certificates are subordinate to the Class M-6 Certificates;
- the Class M-8, Class M-9, Class B-1 and Class B-2 Certificates are subordinate to the Class M-7 Certificates;
- the Class M-9, Class B-1 and Class B-2 Certificates are subordinate to the Class M-8 Certificates;

- the Class B-1 Certificates and Class B-2 Certificates are subordinate to the Class M-9 Certificates; and

- the Class B-2 Certificates are subordinate to the Class B-1 Certificates.

Credit enhancement for the Offered Certificates will be provided by the right of the holders of certain certificates to receive payments of interest and principal prior to the classes of certificates which are subordinated to such classes of certificates and by the allocation of realized losses to the most subordinate classes of certificates prior to the allocation of realized losses to the other classes of certificates. This form of credit enhancement uses collections on the Mortgage Loans otherwise payable to the holders of the subordinated classes to pay amounts due on the more senior classes. In addition, the more senior classes of certificates have a preferential right to receive distributions from amounts paid under the Interest Rate Swap Agreement and under the Interest Rate Cap Agreement as described in this prospectus supplement. Realized losses will be allocated first, to reduce the amount of monthly excess interest, second, to reduce the overcollateralization amount and third, to the Subordinate Certificates, in the reverse order of their payment priority, until the certificate principal balance of each such class has been reduced to zero. This means that realized losses on the Mortgage Loans which are allocated to the Subordinate Certificates would first be allocated to the Class B-2 Certificates, second to the Class B-1 Certificates, third to the Class M-9 Certificates, fourth to the Class M-8 Certificates, fifth to the Class M-7 Certificates, sixth to the Class M-6 Certificates, seventh to the Class M-5 Certificates, eighth to the Class M-4 Certificates, ninth to the Class M-3 Certificates, tenth to the Class M-2 Certificates, and eleventh to the Class M-1 Certificates, in each case until the certificate principal balance of each such class is reduced to zero. Accordingly, if the aggregate certificate principal balance of a class of Subordinate Certificates were to be reduced to zero, delinquencies and defaults on the Mortgage Loans would reduce the amount of funds available for distributions to holders of the remaining subordinated class or classes and, if the aggregate certificate principal balance of all the Subordinate Certificates were to be reduced to zero, delinquencies

and defaults on the Mortgage Loans would reduce the amount of funds available for monthly distributions to holders of the Senior Certificates. However, the amount of any realized losses allocated to the Subordinate Certificates may be distributed to the holders of such certificates according to the priorities described under "Description of the Certificates—Credit Enhancement", "The Interest Rate Swap Agreement" and "The Interest Rate Cap Agreement" in this prospectus supplement.

You should fully consider the risks of investing in a Subordinate Certificate, including the risk that you may not fully recover your initial investment as a result of realized losses.

See "Description of the Certificates" in this prospectus supplement.

Additional risks associated with the Subordinate Certificates..........

The weighted average lives of, and the yields to maturity on, the Subordinate Certificates will be progressively more sensitive based on the payment priority of each such class, to the rate and timing of borrower defaults and the severity of ensuing losses on the Mortgage Loans. If the actual rate and severity of losses on the Mortgage Loans is higher than those assumed by an investor in such certificates, the actual yield to maturity of such certificates may be lower than the yield anticipated by such holder based on such assumption. The timing of losses on the Mortgage Loans will also affect an investor's actual yield to maturity, even if the rate of defaults and severity of losses over the life of the Mortgage Loans are consistent with an investor's expectations. In general, the earlier a loss occurs, the greater the effect on an investor's yield to maturity. Realized losses on the Mortgage Loans will first reduce the amount of monthly excess interest, second, reduce the amount of overcollateralization, third, reduce the certificate principal balance of the Class B-2 Certificates, fourth, reduce the certificate principal balance of the Class B-1 Certificates, fifth, reduce the certificate principal balance of the Class M-9 Certificates, sixth, reduce the certificate principal balance of the Class M-8 Certificates, seventh, reduce the certificate principal balance of the Class M-7 Certificates, eighth, reduce the certificate principal balance of the Class M-6 Certificates, ninth, reduce the certificate principal

balance of the Class M-5 Certificates, tenth, reduce the certificate principal balance of the Class M-4 Certificates, eleventh, reduce the certificate principal balance of the Class M-3 Certificates, twelfth, reduce the certificate principal balance of the Class M-2 Certificates, and thirteenth, reduce the certificate principal balance of the Class M-1 Certificates. As a result of the allocation of realized losses to the Subordinate Certificates, less interest will accrue on such class of certificates than would otherwise be the case. Once a realized loss is allocated to a class of Subordinate Certificates, no interest will be distributable with respect to such written down amount. However, the amount of any realized losses allocated to the Subordinate Certificates may be distributed to the holders of such certificates according to the priorities described under "Description of the Certificates—Credit Enhancement", "The Interest Rate Swap Agreement" and "The Interest Rate Cap Agreement" in this prospectus supplement.

Prior to any purchase of a Subordinate Certificate, consider the following factors that may adversely impact your yield:

- Because the Subordinate Certificates receive interest and principal distributions after the Senior Certificates receive such distributions, there is a greater likelihood that the Subordinate Certificates will not receive the distributions to which they are entitled on any distribution date.

- If the servicer determines not to advance a delinquent payment on a Mortgage Loan because such amount is not recoverable from a mortgagor, there may be a shortfall in distributions on the certificates which will impact the Subordinate Certificates.

- The Subordinate Certificates are not expected to receive principal distributions until, at the earliest, the distribution date occurring in November 2009.

- After extinguishing all other credit enhancement available to the Senior Certificates and Subordinate Certificates, realized losses on the Mortgage Loans will be allocated to the Subordinate Certificates in reverse order of their

priority of payment. A loss allocation results in a reduction of a certificate principal balance without a corresponding distribution of cash to the holder. A lower certificate principal balance will result in less interest accruing on the certificate.

- The earlier in the transaction that a loss on a Mortgage Loan occurs, the greater the impact on the yield.

Credit enhancement may be inadequate to cover losses and/or to maintain or restore overcollateralization at the required level..

The Mortgage Loans are expected to generate more interest than is needed to pay interest on the Senior Certificates and Subordinate Certificates because the weighted average net mortgage rate on the Mortgage Loans is expected to be higher than the weighted average pass-through rate on the Senior Certificates and Subordinate Certificates. If the Mortgage Loans generate more interest than is needed to pay interest on the Senior Certificates and Subordinate Certificates, net swap payments to the Swap Provider and trust fund expenses, we will use such excess interest to make additional principal payments on the Senior Certificates and Subordinate Certificates in order to maintain or restore overcollateralization to the required level. In addition, as described in this prospectus supplement, amounts received under the Interest Rate Swap Agreement and the Interest Rate Cap Agreement may be available to make additional payments of principal to the Senior Certificates and Subordinate Certificates in order to maintain or restore overcollateralization to the required level. Overcollateralization is intended to provide limited protection to holders of the Senior Certificates and Subordinate Certificates by absorbing the certificates' share of losses from liquidated Mortgage Loans. However, we cannot assure you that enough excess interest will be generated on the Mortgage Loans and sufficient amounts will be paid under the Interest Rate Swap Agreement and the Interest Rate Cap Agreement to maintain or restore the required level of overcollateralization. The aggregate principal balance of the Mortgage Loans as of the Cut-off Date exceeds the aggregate certificate principal balance of the Senior Certificates and Subordinate Certificates on the Closing Date by approximately $27,638,345. This

amount represents the amount of overcollateralization required under the pooling and servicing agreement on the Closing Date.

The excess interest available on any distribution date will be affected by the actual amount of interest received, advanced or recovered in respect of the Mortgage Loans during the preceding month. Such amount may be influenced by changes in the weighted average of the mortgage rates resulting from prepayments, defaults and liquidations of the Mortgage Loans.

If the protection afforded by overcollateralization is insufficient, then you could experience a loss on your investment.

The Senior Certificates and the Subordinate Certificates will be limited obligations solely of the issuing entity and not of any other party...........

The Senior Certificates and the Subordinate Certificates will not represent an interest in or obligation of the sponsor, the depositor, the servicer, the master servicer, the securities administrator, the trustee or any of their respective affiliates. None of the Senior Certificates, the Subordinate Certificates or the underlying Mortgage Loans will be guaranteed or insured by any governmental agency or instrumentality, or by the sponsor, the depositor, the servicer, the master servicer, the securities administrator, the trustee or any of their respective affiliates. Proceeds of the assets included in the trust and proceeds from the Supplemental Interest Trust will be the sole source of payments on the Senior Certificates and the Subordinate Certificates, and there will be no recourse to the sponsor, the depositor, the servicer, the master servicer, the securities administrator, the trustee or any other entity in the event that these proceeds are insufficient or otherwise unavailable to make all payments provided for under the Senior Certificates and the Subordinate Certificates.

The interest rate cap may reduce the yields on the Senior Certificates and the Subordinate Certificates...........

The pass-through rates on the Senior Certificates and the Subordinate Certificates are each subject to an interest rate cap as described in this prospectus supplement. If on any distribution date the pass-

through rate for a class of Senior Certificates or Subordinate Certificates is limited to the related interest rate cap and the shortfall resulting from such limitation exceeds the amount distributable to any such class from the Basis Risk Cap Agreement, the Interest Rate Swap Agreement and the Interest Rate Cap Agreement, the holders of the applicable certificates will receive a smaller amount of interest than they would have received on that distribution date had the pass-through rate for that class not been calculated based on the related interest rate cap. If the pass through rates on the Senior Certificates and the Subordinate Certificates are limited for any distribution date, the resulting interest shortfalls may be recovered by the holders of these certificates on the same distribution date or on future distribution dates on a subordinated basis to the extent that on such distribution date or future distribution dates there are available funds remaining after certain other distributions on the Senior Certificates and Subordinate Certificates and the payment of certain fees and expenses of the trust.

The Senior Certificates and the Subordinate Certificates may not always receive interest based on One- Month LIBOR plus the related certificate margin ....

The Senior Certificates and the Subordinate Certificates may not always receive interest at a rate equal to One-Month LIBOR plus the related certificate margin. If the related interest rate cap is less than One-Month LIBOR plus the related certificate margin, the interest rate on the Senior Certificates and the Subordinate Certificates will be reduced to such interest rate cap. Thus, the yield to investors in such class will be sensitive both to fluctuations in the level of One-Month LIBOR and to the adverse effects of the application of the related interest rate cap. The prepayment or default of Mortgage Loans with relatively higher net mortgage rates, particularly during a period of increased One-Month LIBOR rates, may result in the related interest rate cap being lower than otherwise would be the case. If on any distribution date the application of the interest rate cap results in an interest payment lower than One-Month LIBOR plus the related certificate margin on the Senior Certificates and the Subordinate Certificates during the related interest accrual period,

the value of such class of certificates may be temporarily or permanently reduced.

To the extent interest on the Senior Certificates and the Subordinate Certificates is limited to the related interest rate cap, the difference between such interest rate cap and One-Month LIBOR plus the related certificate margin will create a shortfall. Some or all of this shortfall in respect of the Senior Certificates and the Subordinate Certificates may be funded to the extent of payments, if any, received from the Basis Risk Cap Provider under the Basis Risk Cap Agreement, received from the Swap Provider under the Interest Rate Swap Agreement or received from the Interest Rate Cap Provider under the Interest Rate Cap Agreement. However, if payments under the Basis Risk Cap Agreement, Interest Rate Swap Agreement and the Interest Rate Cap Agreement do not provide sufficient funds to cover such shortfalls, such shortfalls may remain unpaid on the final distribution date, including the optional termination date.

In addition, as further described in this prospectus supplement, although the Senior Certificates and the Subordinate Certificates are entitled to payments under the Basis Risk Cap Agreement, the Interest Rate Swap Agreement and the Interest Rate Cap Agreement during periods of increased One-Month LIBOR rates, the Basis Risk Cap Provider, the Swap Provider and the Interest Rate Cap Provider will only be obligated to make such payments under certain circumstances.

The Mortgage Loans were underwritten to nonconforming underwriting standards which may result in losses or shortfalls to be incurred on the Senior Certificates and the Subordinate Certificates ....

The underwriting standards applicable to the Mortgage Loans, which are described in this prospectus supplement under “The Mortgage Pool—The Originator” and “—Underwriting Standards of the Sponsor”, may or may not conform to Fannie Mae or Freddie Mac guidelines. As a result, the Mortgage Loans may experience rates of delinquency, foreclosure and borrower bankruptcy that are higher, and that may be substantially higher, than those experienced by mortgage loans underwritten in strict

compliance with Fannie Mae or Freddie Mac guidelines.

Defaults could cause payment delays and losses ....

There could be substantial delays in the liquidation of defaulted Mortgage Loans and corresponding delays in your receiving your portion of the proceeds of liquidation. These delays could last up to several years. Furthermore, an action to obtain a deficiency judgment is regulated by statutes and rules, and the amount of a deficiency judgment may be limited by law. In the event of a default by a borrower, these restrictions may impede the ability of the related servicer to foreclose on or to sell the mortgaged property or to obtain a deficiency judgment. In addition, liquidation expenses such as legal and appraisal fees, real estate taxes and maintenance and preservation expenses, will reduce the amount of security for the Mortgage Loans and, in turn, reduce the proceeds payable to certificateholders.

In the event that the mortgaged properties fail to provide adequate security for the related Mortgage Loans, and the protection provided by the subordination of certain classes is insufficient to cover any shortfall, you could lose all or a portion of the money you paid for your certificates.

Your yield could be adversely affected by the unpredictability of prepayments ....

No one can accurately predict the level of prepayments that the trust will experience. The trust's prepayment experience may be affected by many factors, including:

- general economic conditions,
- the level of prevailing interest rates,
- the availability of alternative financing, and
- homeowner mobility.

Substantially all of the Mortgage Loans contain due-on-sale provisions, and the servicer is required to enforce those provisions unless doing so is not permitted by applicable law or the servicer, in a manner consistent with reasonable commercial

practice, permits the purchaser of the mortgaged property in question to assume the related Mortgage Loan. In addition, approximately 60.64%, 62.02%, and 61.26% of the Group I Mortgage Loans, Group II Mortgage Loans and the Mortgage Loans in the aggregate, respectively, in each case by the related aggregate principal balance as of the Cut-off Date, impose a prepayment charge in connection with voluntary prepayments made within the periods set forth in the related mortgage notes, which charges may discourage prepayments during the applicable period. The holders of the Class P Certificates are entitled to all prepayment charges received on the Mortgage Loans and these amounts will not be available for distribution on other classes of certificates. Under the limited circumstances described in the pooling and servicing agreement, the servicer may waive in whole or in part the payment of an otherwise applicable prepayment charge on a Mortgage Loan.

The weighted average lives of the certificates will be sensitive to the rate and timing of principal payments, including prepayments, on the Mortgage Loans in the related loan group or loan groups, which may fluctuate significantly from time to time. The mortgage pool is comprised of fixed-rate mortgage loans and adjustable-rate mortgage loans that adjust periodically after a two, three or five year initial fixed-rate period. We are not aware of any publicly available statistics that set forth principal prepayment experience or prepayment forecasts of mortgage loans of the type included in the mortgage pool over an extended period of time, and the experience with respect to the Mortgage Loans included in the mortgage pool is insufficient to draw any conclusions with respect to the expected prepayment rates on such Mortgage Loans. As is the case with conventional fixed-rate mortgage loans, adjustable-rate mortgage loans may be subject to a greater rate of principal prepayments in a declining interest rate environment. For example, if prevailing mortgage interest rates fall significantly, adjustable-rate mortgage loans with an initial fixed-rate period could be subject to higher prepayment rates either before or after the interest rate on the mortgage loan begins to adjust than if prevailing mortgage interest rates remain constant because the availability of fixed-rate mortgage loans at competitive interest rates may encourage

mortgagors to refinance their mortgage loans to "lock in" lower fixed interest rates. The features of adjustable-rate mortgage loan programs during the past years have varied significantly in response to market conditions including the interest-rate environment, consumer demand, regulatory restrictions and other factors. The lack of uniformity of the terms and provisions of such adjustable-rate mortgage loan programs have made it impracticable to compile meaningful comparative data on prepayment rates and, accordingly, we cannot assure you as to the rate of prepayments on the Mortgage Loans in stable or changing interest rate environments.

You should note that:

- if you purchase your certificates at a discount and principal is repaid on the related Mortgage Loans slower than you anticipate, then your yield may be lower than you anticipate;

- if you purchase your certificates at a premium and principal is repaid on the related Mortgage Loans faster than you anticipate, then your yield may be lower than you anticipate;

- because the Senior Certificates and the Subordinate Certificates bear interest at an adjustable rate, your yield will also be sensitive to both the level of One-Month LIBOR and the interest rate cap;

- because repurchases of Mortgage Loans as a result of breaches of representations and warranties and liquidations of Mortgage Loans following default have the same effect as prepayments, your yield may be lower than you expect if you purchase your certificates at a premium and the rate of such repurchases and liquidations on the Mortgage Loans is higher than you expect;

- if the amount of overcollateralization is reduced to a level below the required level, additional principal payments will be made to the holders of the Senior Certificates and the Subordinate Certificates in order to restore the

required level of overcollateralization. An earlier return of principal to such holders as a result of the overcollateralization provisions will influence the yield on the Senior Certificates and the Subordinate Certificates in a manner similar to the manner in which principal prepayments on the Mortgage Loans in the related loan group will influence the yield on the related classes of Senior Certificates and the Subordinate Certificates; and

- you bear the reinvestment risks resulting from a faster or slower rate of principal payments than you expected.

We refer you to "The Mortgage Pool" and "Yield, Prepayment and Maturity Considerations" in this prospectus supplement and "Certain Legal Aspects of the Mortgage Loans—Due-on-Sale Clauses" in the prospectus for a description of certain provisions of the Mortgage Loans that may affect the prepayment experience on the Mortgage Loans.

The yield on your certificates will also be affected by changes in the mortgage interest rate..................

As of the Cut-off Date, approximately 79.19%, 84.19% and 81.43% of the Group I Mortgage Loans, the Group II Mortgage Loans and the Mortgage Loans in the aggregate, respectively, are adjustable rate mortgage loans. After an initial fixed-rate period, each adjustable-rate Mortgage Loan provides for semi-annual adjustments to the interest rate applicable to such Mortgage Loan. The interest rate on each such Mortgage Loan will adjust to equal the sum of an index and a margin. Interest rate adjustments may be subject to limitations stated in the mortgage note with respect to increases and decreases for any adjustment (i.e., a "periodic cap"). In addition, the interest rate may be subject to an overall maximum and minimum interest rate. See "The Mortgage Pool" in this prospectus supplement.

With respect to the Senior Certificates and the Subordinate Certificates, the pass-through rate may decrease, and may decrease significantly, after the mortgage interest rates on the related adjustable-rate Mortgage Loans begin to adjust as a result of, among other factors, the dates of adjustment, the margins,

changes in the indices and any applicable periodic cap or lifetime rate change limitations. Each adjustable rate Mortgage Loan has a maximum mortgage interest rate and all of the adjustable rate Mortgage Loans have a minimum mortgage interest rate. In some cases, the minimum mortgage interest rate may be the applicable margin. In the event that, despite prevailing market interest rates, the mortgage interest rate on any adjustable rate Mortgage Loan cannot increase due to a maximum mortgage interest rate limitation or a periodic cap, the yield on the certificates could be adversely affected. See "The Mortgage Pool" and "Yield, Prepayment and Maturity Considerations" in this prospectus supplement.

Second Lien Mortgage Loan Risk .... As of the Cut-off Date, approximately 8.14%, 5.63% and 7.02% of the Group I Mortgage Loans, the Group II Mortgage Loans and the Mortgage Loans in the aggregate, respectively, are secured by second liens on the related mortgaged properties. The proceeds from any liquidation, insurance or condemnation proceedings will be available to satisfy the outstanding balance of such Mortgage Loans only to the extent that the claims of the related senior mortgages have been satisfied in full, including any related foreclosure costs. In circumstances when it has been determined to be uneconomical to foreclose on the mortgaged property, the servicer may write off the entire balance of such Mortgage Loan as a bad debt. The foregoing considerations will be particularly applicable to Mortgage Loans secured by second liens that have high combined loan-to-value ratios because it is comparatively more likely that the servicer would determine foreclosure to be uneconomical in the case of such Mortgage Loans. The rate of default of second lien Mortgage Loans may be greater than that of Mortgage Loans secured by first liens on comparable properties.

Interest only loans increase risk of loss .... As of the Cut-off Date, approximately 8.84%, 16.95% and 12.48% of the Group I Mortgage Loans, Group II Mortgage Loans and the Mortgage Loans in the aggregate, respectively, have an initial interest only period. During this period, the payment made by the related borrower will be less than it would be if the related Mortgage Loan amortized. In addition, the principal balance of the related Mortgage Loan will not be reduced because there will be no scheduled

monthly payments of principal during this period. As a result, no principal payments will be made to the Senior Certificates and the Subordinate Certificates with respect to these Mortgage Loans during their interest only period except in the case of a prepayment.

After the initial interest only period, the scheduled monthly payment on these Mortgage Loans will increase, which may result in increased delinquencies by the related borrowers, particularly if interest rates have increased and the borrower is unable to refinance. In addition, losses may be greater on these Mortgage Loans as a result of the Mortgage Loan not amortizing during the early years of these Mortgage Loans. Although the amount of principal included in each scheduled monthly payment for a traditional mortgage loan is relatively small during the first few years after the origination of a mortgage loan, in the aggregate the amount can be significant. Any resulting delinquencies and losses, to the extent not covered by credit enhancement, will be allocated to the related Senior Certificates and the Subordinate Certificates.

The prevalence of mortgage loans with an initial interest only period are relatively new in the mortgage marketplace. The performance of these mortgage loans may be significantly different from mortgage loans that amortize from origination. In particular, there may be a higher expectation by these borrowers of refinancing their mortgage loans with a new mortgage loan, in particular one with an initial interest only period, which may result in higher or lower prepayment speeds than would otherwise be the case. In addition, the failure to build equity in the property by the related borrower may affect the delinquency and prepayment of these mortgage loans.

Mortgage Loan modifications may affect the interest rate cap..

Modifications of Mortgage Loans agreed to by the servicer in order to maximize ultimate proceeds of such Mortgage Loans may extend the period over which principal is received on the certificates or, if such modifications downwardly adjust interest rates, may lower the interest rate cap.

A reduction in certificate rating could have an adverse effect on the value of your certificates ....

The ratings of each class of Offered Certificates will depend primarily on an assessment by the rating agencies of the related Mortgage Loans, the Interest Rate Swap Agreement, the Interest Rate Cap Agreement and the subordination afforded by certain classes of certificates. The ratings by each of the rating agencies of the Offered Certificates are not recommendations to purchase, hold or sell the Offered Certificates because such ratings do not address the market prices of the certificates or suitability for a particular investor.

The rating agencies may suspend, reduce or withdraw the ratings on the Offered Certificates at any time. Any reduction in, or suspension or withdrawal of, the rating assigned to a class of Offered Certificates would likely reduce the market value of such class of Offered Certificates and may affect your ability to sell them.

Your distributions could be adversely affected by the bankruptcy or insolvency of certain parties ....

The sponsor will treat its transfer of the Mortgage Loans to the depositor as a sale of the Mortgage Loans. The depositor will treat its transfer of the Mortgage Loans to the trust as a sale of the Mortgage Loans. However, if the sponsor or the depositor becomes bankrupt, the trustee in bankruptcy may argue that the Mortgage Loans were not sold but were only pledged to secure a loan to the seller or the depositor, as applicable. If that argument is made, you could experience delays or reductions in payments on the certificates. If that argument is successful, the bankruptcy trustee could elect to sell the Mortgage Loans and pay down the certificates early. Thus, you could lose the right to future payments of interest, and might suffer reinvestment loss in a lower interest rate environment.

In addition, if the master servicer becomes bankrupt, a bankruptcy trustee or receiver may have the power to prevent the appointment of a successor master servicer. Any related delays in servicing could result in increased delinquencies or losses on the Mortgage Loans.

Developments in specified states could have a disproportionate effect on the Mortgage Loans due to geographic concentration of mortgaged properties .... Approximately 18.51%, 13.24% and 16.14% of the Group I Mortgage Loans, Group II Mortgage Loans, and the Mortgage Loans in the aggregate, respectively, in each case, as of the Cut-off Date are secured by mortgaged properties that are located in the State of Florida. Approximately 17.33%, 34.42% and 25.00% of the Group I Mortgage Loans, Group II Mortgage Loans, and the Mortgage Loans in the aggregate, respectively, in each case, as of the Cut-off Date are secured by mortgaged properties that are located in the State of California. Approximately 10.11%, 14.67% and 12.15% of the Group I Mortgage Loans, Group II Mortgage Loans, and the Mortgage Loans in the aggregate, respectively, in each case, as of the Cut-off Date are secured by mortgaged properties that are located in the State of New York. Approximately 6.89%, 5.23% and 6.14% of the Group I Mortgage Loans, Group II Mortgage Loans, and the Mortgage Loans in the aggregate, respectively, in each case, as of the Cut-off Date are secured by mortgaged properties that are located in the State of Maryland. Approximately 6.76%, 5.50% and 6.19% of the Group I Mortgage Loans, Group II Mortgage Loans, and the Mortgage Loans in the aggregate, respectively, in each case, as of the Cut-off Date are secured by mortgaged properties that are located in the State of New Jersey. Approximately 5.03% of the Group I Mortgage Loans, as of the Cut-off Date are secured by mortgaged properties that are located in the State of Illinois. Property in any region having a significant concentration of properties underlying the Mortgage Loans may be more susceptible than homes located in other parts of the country to certain types of uninsured hazards, such as earthquakes, floods, mudslides, other natural disasters and acts of terrorism. In addition,

- economic conditions in the specified regions, which may or may not affect real property values, may affect the ability of borrowers to repay their loans on time;

- declines in the residential real estate market in the specified regions may reduce the values of properties located in those regions, which would

result in an increase in the related loan-to-value ratios; and

- any increase in the market value of properties located in the specified regions would reduce the loan-to-value ratios and could, therefore, make alternative sources of financing available to the borrowers at lower interest rates, which could result in an increased rate of prepayment of the Mortgage Loans.

Potential inadequacy of credit enhancement for the Senior Certificates and the Subordinate Certificates............

The credit enhancement features described in this prospectus supplement are intended to enhance the likelihood that holders of the Senior Certificates will receive regular distributions of interest and principal. However, we cannot assure you that the applicable credit enhancement will adequately cover any shortfalls in cash available to distribute to your certificates as a result of delinquencies or defaults on the Mortgage Loans. If delinquencies or defaults occur on the Mortgage Loans, neither the servicers, the master servicer nor any other entity will advance scheduled monthly payments of interest and principal on delinquent or defaulted Mortgage Loans if such advances are not likely to be recovered.

If substantial losses occur as a result of defaults and delinquent payments on the Mortgage Loans, you may suffer losses.

Furthermore, none of the Mortgage Loans have mortgage insurance.

You may have difficulty selling your certificates............................

Each underwriter intends to make a secondary market in the Offered Certificates, but no underwriter has an obligation to do so. We cannot assure you that a secondary market will develop or, if it develops, that it will continue. Consequently, you may not be able to sell your certificates readily or at prices that will enable you to realize your desired yield or recover your investment. The market values of the certificates are likely to fluctuate, and such fluctuations may be significant and could result in significant losses to you.

The secondary markets for similar securities have experienced periods of illiquidity and can be expected to do so in the future. Illiquidity can have a severely adverse effect on the prices of certificates that are especially sensitive to prepayment, credit or interest rate risk, or that have been structured to meet the investment requirements of limited categories of investors.

High loan-to-value ratios increase risk of loss ....

Mortgage loans with higher loan-to-value ratios may present a greater risk of loss than mortgage loans with loan-to-value ratios of 80% or below. Approximately 25.54%, 27.85% and 26.59% of the first lien Mortgage Loans included in the Group I Mortgage Loans, Group II Mortgage Loans and the Mortgage Loans in the aggregate, respectively, (in each case, by the related aggregate principal balance as of the Cut-off Date) had loan-to-value ratios at origination in excess of 80%. None of the Mortgage Loans with loan-to-value ratios in excess of 80% have mortgage insurance.

The determination of the value of a mortgaged property used in the calculation of the loan-to-value ratios of the Mortgage Loans may differ from the appraised value of such mortgaged properties for Mortgage Loans obtained for the purpose of acquiring the related mortgaged property because loan-to-value ratios for those Mortgage Loans are determined based upon the lesser of the selling price of the mortgaged property or its appraised value at the time of sale.

Failure of the servicer to perform its obligations may adversely affect distributions on the certificates..............

The amount and timing of distributions on the certificates generally will be dependent on the performance by the servicer of its servicing obligations in an adequate and timely manner. See "Servicing—Payments on Mortgage Loans; Deposits to Custodial Account" in this prospectus supplement. If the servicer fails to perform its servicing obligations, this failure may result in the termination of the servicer. That termination, with its corresponding transfer of daily collection activities, will likely increase the rates of delinquencies, defaults and losses on the related Mortgage Loans. As a result,

shortfalls in the distributions due on your certificates could occur.

The recording of the mortgages in the name of MERS may affect the yield on the certificates......................

The mortgages or assignments of mortgage for some of the Mortgage Loans have been or may be recorded in the name of Mortgage Electronic Registration Systems, Inc. or MERS, solely as nominee for the sponsor and its successors and assigns. Subsequent assignments of those mortgages are registered electronically through the MERS system. However, if MERS discontinues the MERS system and it becomes necessary to record an assignment of mortgage to the trustee, then any related expenses will be paid by the trust and will reduce the amount available to pay principal of and interest on the certificates.

The recording of mortgages in the name of MERS is a new practice in the mortgage lending industry. Public recording officers and others may have limited, if any, experience with lenders seeking to foreclose mortgages, assignments of which are registered with MERS. Accordingly, delays and additional costs in commencing, prosecuting and completing foreclosure proceedings and conducting foreclosure sales of the mortgaged properties could result. Those delays and the additional costs could in turn delay the distribution of liquidation proceeds to certificateholders and increase the amount of losses on the Mortgage Loans.

The return on your certificates could be reduced by shortfalls due to the application of the Servicemembers Civil Relief Act of 2003, as amended, or similar state or local laws ....

The Servicemembers Civil Relief Act of 2003, as amended, or the Relief Act, and similar state or local laws provide relief to borrowers who enter active military service and to borrowers in reserve status who are called to active military service after the origination of their mortgage loans. The ongoing military operations of the United States in Iraq and Afghanistan has caused an increase in the number of citizens in active military duty, including those citizens previously in reserve status. Under the Relief Act the interest rate applicable to a mortgage loan for which the related borrower is called to active military service will be reduced from the percentage stated in the related mortgage note to 6.00%, if applicable. This

interest rate reduction and any reduction provided under similar state and local laws may result in an interest shortfall because neither the servicer nor the master servicer will be able to collect the amount of interest which otherwise would be payable with respect to such Mortgage Loan if the Relief Act or similar state or local laws were not applicable to such Mortgage Loan. This shortfall will not be paid by the borrower on future due dates or advanced by the servicer or the master servicer and, therefore, will reduce the amount available to pay interest to the certificateholders on subsequent distribution dates. Any such shortfall on the Mortgage Loans will reduce the amount available to pay interest on the Senior Certificates and the Subordinate Certificates. We do not know how many Mortgage Loans in the mortgage pool have been or may be affected by the application of the Relief Act or similar state or local laws.

The Interest Rate Swap Agreement is subject to Swap Provider Risk............

The Senior Certificates and the Subordinate Certificates will have the benefit of an Interest Rate Swap Agreement which will require the Swap Provider to make certain payments for the benefit of the Senior Certificates and Subordinate Certificates. To the extent that distributions on the Senior Certificates and Subordinate Certificates depend in part on payments to be received by the trust under the Interest Rate Swap Agreement, the ability of the securities administrator to make such distributions on the Senior Certificates and Subordinate Certificates will be subject to the credit risk of the Swap Provider. Although there is a mechanism in place to facilitate replacement of the Interest Rate Swap Agreement upon the default or credit impairment of the Swap Provider, there can be no assurance that any such mechanism will result in the ability of the trustee to obtain a suitable replacement interest rate swap agreement. The credit ratings of the Swap Provider may be lower than the ratings assigned to the Senior Certificates.

Any net swap payment payable to the Swap Provider under the terms of the Interest Rate Swap Agreement will reduce amounts available for distribution to the holders of the Senior Certificates and Subordinate Certificates and may reduce payments of interest on such certificates. In the event that the Supplemental Interest Trust, after application of all interest and

principal received on the Mortgage Loans, cannot make the required net swap payments to the Swap Provider, a swap termination payment as described in this prospectus supplement under "The Interest Rate Swap Agreement", will be owed to the Swap Provider. In certain circumstances, as described in this prospectus supplement under "The Interest Rate Swap Agreement", a swap termination payment payable to the Swap Provider in the event of early termination of the Interest Rate Swap Agreement may reduce amounts available for distribution to holders of the Senior Certificates and Subordinate Certificates.

The Basis Risk Cap Agreement and the Interest Rate Cap Agreement are subject to provider risk ....

The assets of the trust include certain payments made under the Basis Risk Cap Agreement and the Interest Rate Cap Agreement, which will require the counterparty thereunder to make certain payments for the benefit of the holders of the Senior Certificates and Subordinate Certificates. To the extent that distributions on the Senior Certificates or Subordinate Certificates depend in part on payments to be received from the Basis Risk Cap Provider or the Interest Rate Cap Provider, as applicable, the ability of the securities administrator or the Cap Securities Administrator, as applicable, to make such distributions on the Senior Certificates and Subordinate Certificates will be subject to the credit risk of the Basis Risk Cap Provider or the Interest Rate Cap Provider, as applicable. Although there is a mechanism in place to facilitate replacement of the Basis Risk Cap Agreement and the Interest Rate Cap Agreement upon the default or credit impairment of the related counterparty, there can be no assurance that any such mechanism will result in the ability of the trustee to obtain a suitable replacement Basis Risk Cap Agreement or Interest Rate Cap Agreement, as applicable.

FICO Scores Mentioned in this Free Writing Prospectus are not an Indicator of Future Performance of Borrowers ....

Investors should be aware that FICO scores are based on past payment history of the borrower. Investors should not rely on FICO scores as an indicator of future borrower performance. See *"Description of the Trust Fund Mortgage Loans FICO Scores"* in the prospectus.

THE MORTGAGE POOL

General

We have provided the below information with respect to the conventional, one- to four-family, fixed-rate and adjustable-rate mortgage loans (the "Mortgage Loans") secured by first liens and second liens on residential real properties that we expect to include in the pool of mortgage loans in the trust fund (the "Mortgage Pool"). The Mortgage Loans have been divided into two loan groups, designated as the "Group I Mortgage Loans" and the "Group II Mortgage Loans". Prior to the Closing Date, we may remove Mortgage Loans from the mortgage pool and we may substitute other mortgage loans for the mortgage loans we remove. The depositor believes that the information set forth in this prospectus supplement will be representative of the characteristics of the mortgage pool as it will be constituted at the time the certificates are issued, although the range of mortgage rates and maturities and other characteristics of the mortgage loans may vary. The characteristics of the mortgage loans as described in this prospectus supplement may differ from the final pool as of the closing date due, among other things, to the possibility that certain mortgage loans may become delinquent or default or may be removed or substituted and that similar or different mortgage loans may be added to the pool prior to the closing date. The actual mortgage loans included in the trust fund as of the Closing Date may vary from the mortgage loans as described in this prospectus supplement by up to plus or minus 5% as to any of the material characteristics described in this prospectus supplement. If, as of the closing date, any material pool characteristics differs by 5% or more from the description in this prospectus supplement, revised disclosure will be provided either in a supplement to this prospectus supplement or in a current report on Form 8-K. Unless we have otherwise indicated, the information we present below is expressed as of the Cut-off Date, which is October 1, 2006.

The Mortgage Loans will be selected for inclusion in the Mortgage Pool based on rating agency criteria, compliance with representations and warranties, and conformity to criteria relating to the characterization of the Offered Certificates for tax, ERISA, Form S-3 eligibility and other legal purposes.

The Mortgage Loans have original terms to maturity of not greater than 30 years. The adjustable-rate Mortgage Loans have an initial fixed-rate period of two, three or five years. The Mortgage Loans have original amortization terms to maturity of not greater than 30 years, except with respect to approximately 37.26% of the Mortgage Loans that amortize over 40 years, with a balloon payment at 30 years.

Approximately 14.74% of the Mortgage Loans (by aggregate principal balance as of the Cut-off Date), provide for level monthly payments in an amount sufficient to fully amortize such Mortgage Loans over their terms. Approximately 12.48% of the Mortgage Loans (by aggregate principal balance as of the Cut-off Date), are interest only loans ("Interest Only Loans") which require the related borrowers to make monthly payments of only accrued interest for the first five years following origination. After such interest-only period, each such borrower's monthly payment will be recalculated to cover both interest and principal so that the related Mortgage Loan will amortize fully on or prior to its final payment date.

Approximately 92.98% of the Mortgage Loans, by aggregate principal balance as of the Cut-off Date, are secured by mortgages or deeds of trust or other similar security instruments creating first liens on the related Mortgaged Properties. Approximately 7.02% of the Mortgage

Loans, by aggregate principal balance as of the Cut-off Date, are secured by mortgages creating second liens on the related Mortgaged Properties. The Mortgaged Properties consist of one-to-four-family dwelling units, individual condominium units, townhouses and individual units in planned unit developments.

References to percentages of the Mortgage Loans, unless otherwise noted, are calculated based on the aggregate principal balance of the Mortgage Loans as of the Cut-off Date.

Approximately 18.57% of the Mortgage Loans are fixed-rate mortgage loans and approximately 81.43% of the Mortgage Loans are adjustable-rate mortgage loans, in each case, by aggregate principal balance of the Mortgage Loans as of the Cut-off Date.

The mortgage rate (the "Mortgage Rate") on each Mortgage Loan is the per annum rate of interest specified in the related mortgage note as reduced by application of the Relief Act or similar state or local laws and bankruptcy adjustments. After an initial fixed rate period, each adjustable-rate Mortgage Loan provides for semi-annual adjustment to the Mortgage Rate applicable thereto based on Six-Month LIBOR, as further described below (the "Index"). In connection with each Mortgage Rate adjustment, the related Mortgage Loans have corresponding adjustments to their monthly payment amount, in each case on each applicable adjustment date (each such date, an "Adjustment Date"). On each Adjustment Date, the Mortgage Rate on each adjustable-rate Mortgage Loan will be adjusted generally to equal the sum of the Index and a fixed percentage amount (the "Gross Margin") for that Mortgage Loan specified in the related mortgage note. The Mortgage Rate on each adjustable-rate Mortgage Loan, however, will not increase or decrease by more than the periodic rate cap (the "Periodic Rate Cap") specified in the related mortgage note on any Adjustment Date and will not exceed a specified maximum mortgage rate (the "Maximum Mortgage Rate") over the life of the Mortgage Loan or be less than a specified minimum mortgage rate (the "Minimum Mortgage Rate") over the life of the Mortgage Loan. Effective with the first monthly payment due on each adjustable-rate Mortgage Loan after each related Adjustment Date, the monthly payment amount will be adjusted to an amount that will fully amortize the outstanding principal balance of the related Mortgage Loan over its remaining term and pay interest at the Mortgage Rate as so adjusted. Due to the application of the Periodic Rate Caps and the Maximum Mortgage Rates, the Mortgage Rate on each adjustable-rate Mortgage Loan, as adjusted on any related Adjustment Date, may be less than the sum of the Index, calculated as described in this prospectus supplement, and the related Gross Margin. See "—The Index of the Mortgage Loans" in this prospectus supplement. None of the adjustable-rate Mortgage Loans permit the related mortgagor to convert the adjustable Mortgage Rate thereon to a fixed Mortgage Rate.

The Mortgage Loans have scheduled monthly payments due on the first day of the month (with respect to each Mortgage Loan, the "Due Date"). Generally, each Mortgage Loan will contain a customary "due-on-sale" clause which provides that the Mortgage Loan must be repaid at the time of a sale of the related Mortgaged Property or assumed by a creditworthy purchaser (as determined by the servicer) of the related Mortgaged Property.

Approximately 26.59% of the first lien Mortgage Loans by aggregate principal balance as of the Cut-off Date had a combined loan-to-value ratio in excess of 80% at origination, and none were insured by mortgage insurance policies.

Approximately 61.26% of the Mortgage Loans, by aggregate principal balance as of the Cut-off Date, provide for payment by the borrower of a prepayment charge (a "Prepayment

Charge") in limited circumstances on certain prepayments as provided in the related mortgage note. Generally, as provided in the related mortgage note, each such Mortgage Loan provides for payment of a Prepayment Charge on certain voluntary partial prepayments and all prepayments in full made within a specified period not in excess of three years from the date of origination of the Mortgage Loan. The amount of the Prepayment Charge is as provided in the related mortgage note and is generally equal to six months' interest on any amounts prepaid in excess of 20% of the original principal balance of the related Mortgage Loan in any twelve month period, as permitted by law. The holders of the Class P Certificates are entitled to all Prepayment Charges received on the Mortgage Loans, and these amounts will not be available for distribution on other classes of certificates. Under the limited instances described under the terms of the pooling and servicing agreement, the servicer may waive in whole or in part the payment of any otherwise applicable Prepayment Charge. Investors should conduct their own analysis of the effect, if any, that the Prepayment Charges, and decisions by the servicer with respect to the waiver of the Prepayment Charges, may have on the prepayment performance of the Mortgage Loans. As of July 1, 2003, the regulations of the Office of Thrift Supervision pertaining to the Alternative Mortgage Parity Act of 1982 (the "Parity Act") were amended. Prior to July 1, 2003, these regulations, among other things, permitted non-bank "housing creditors" originating "alternative mortgage transactions" (as each of those terms is defined in the Parity Act) to impose prepayment penalties. After July 1, 2003, "housing creditors" no longer can impose prepayment penalties in connection with "alternative mortgage transactions" unless permitted by applicable state law. The depositor makes no representation as to the effect that the Prepayment Charges, the decisions by the servicer with respect to the waiver of the Prepayment Charges and the changes to the regulations of the Office of Thrift Supervision pertaining to the Parity Act, may have on the prepayment performance of the Mortgage Loans. See "Certain Legal Aspects of the Loans—Prepayment Charges and Late Payment Fees" in the prospectus.

In addition, the servicer may waive the collection of any otherwise applicable Prepayment Charge, but only if: (1) such waiver is standard and customary in servicing similar Mortgage Loans and such waiver is related to a default or reasonably foreseeable default and would, in the reasonable judgment of the servicer, maximize recovery of total proceeds taking into account the value of such Prepayment Charge and the related Mortgage Loan and, if such waiver is made in connection with a refinancing of the related Mortgage Loan, such refinancing is related to a default or a reasonably foreseeable default, (ii) such Prepayment Charge is unenforceable in accordance with applicable law or the collection of such related Prepayment Charge would otherwise violate applicable law or (iii) the collection of such Prepayment Charge would be considered "predatory" pursuant to written guidance published or issued by any applicable federal, state or local regulatory authority acting in its official capacity and having jurisdiction over such matters.

None of the Mortgage Loans are buydown mortgage loans.

Not greater than approximately 0.99% of the Mortgage Loans, by aggregate principal balance as of the Cut-off Date, will be 30-59 days delinquent. A Mortgage Loan is considered to be delinquent when a payment due on any due date remains unpaid as of the close of business on the next monthly due date. The determination as to whether a Mortgage Loan falls into this category is made as of the close of business on the last business day of each month.

The following tables set forth the historical delinquency of experience of the Mortgage Loans. The historical delinquency experience of the Mortgage Loans provided in the tables is based on the delinquency of each Mortgage Loan over a period for which information is

known or reasonably available to the depositor, which is the time since the sponsor acquired such Mortgage Loan. Each Mortgage Loan was seasoned approximately 0.55 months on a weighted average basis at the time of its acquisition by the sponsor.

Historical Delinquency of the Group I Mortgage Loans*

Historical Delinquency	Number of Mortgage Loans	Aggregate Principal Balance	% of Aggregate Principal Balance	Average Principal Balance as of the Cut-off Date	Weighted Average Mortgage Rate	Weighted Average Original Loan-to-Value Ratio	Weighted Average Credit Score
Never Delinquent	3,866	$ 672,544,995.76	99.31%	$ 173,964.04	8.59%	80.544%	620
30 days delinquent...........	25	4,692,698.86	0.69	187,707.95	8.60	85.896	662
Total	3,891	$ 677,237,694.62	100.00%	$ 174,052.35	8.59%	80.581%	620

Historical Delinquency of the Group II Mortgage Loans*

Historical Delinquency	Number of Mortgage Loans	Aggregate Principal Balance	% of Aggregate Principal Balance	Average Principal Balance as of the Cut-off Date	Weighted Average Mortgage Rate	Weighted Average Original Loan-to-Value Ratio	Weighted Average Credit Score
Never Delinquent	1.801	$ 543,178,847.04	98.62%	$301,598.47	8.283%	82.055%	637
30 days delinquent...........	22	7,625,803.04	1.38	346,627.41	8.289	82.663	683
Total	1,823	$ 550,804,650.08	100.00%	$302,141.88	8.283%	82.063%	638

Historical Delinquency of the Mortgage Loans*

Historical Delinquency	Number of Mortgage Loans	Aggregate Principal Balance	% of Aggregate Principal Balance	Average Principal Balance as of the Cut-off Date	Weighted Average Mortgage Rate	Weighted Average Original Loan-to-Value Ratio	Weighted Average Credit Score
Never Delinquent	5,667	$ 1,215,723,842.80	99.00%	$ 214,526.88	8.452%	81.219%	628
30 days delinquent...........	47	12,318,501.90	1.00	262,095.79	8.408	83.895	675
Total	5,714	$ 1,228,042,344.70	100.00%	$ 214,918.16	8.452%	81.246%	628

*Pursuant to Rule 409 of the General Rules and Regulations under the Securities Act of 1933, as amended, the sponsor is unable to provide historical delinquency information from the date of origination of each Mortgage Loan to the date of its acquisition by the sponsor. Such historical delinquency information is unknown to the sponsor, not reasonably available to the sponsor without unreasonable effort or expense, and, because the sponsor is not affiliated with the servicer or the originator, the relevant information is not in the sponsor's control. The table above includes historical delinquency information for such Mortgage Loans as is available to the sponsor as required by Item 1111(c) of Regulation AB.

Group I Mortgage Loan Characteristics

Approximately 91.86% of the Group I Mortgage Loans are secured by first liens on the related Mortgaged Property and approximately 8.14% of the Group I Mortgage Loans are secured by second liens on the related Mortgaged Property in each case, by aggregate principal balance of the Group I Mortgage Loans as of the Cut-off Date.

Approximately 20.81% of the Group I Mortgage Loans are fixed-rate Mortgage Loans and approximately 79.19% of the Group I Mortgage Loans are adjustable-rate Mortgage Loans, in each case, by aggregate principal balance of the Group I Mortgage Loans as of the Cut-off Date.

Approximately 8.84% of the Group I Mortgage Loans are Interest Only Loans. Approximately 25.54% of the first lien Group I Mortgage Loans had a loan-to-value ratio in excess of 80% at origination. None of the Group I Mortgage Loans is insured by mortgage insurance policies. Approximately 60.64% of the Group I Mortgage Loans are subject to Prepayment Charges.

The average principal balance of the Group I Mortgage Loans at origination was approximately $174,413. No Group I Mortgage Loan had a principal balance at origination greater than approximately $663,000 or less than approximately $15,000. The average principal balance of the Group I Mortgage Loans as of the Cut-off Date was approximately $174,052. No Group I Mortgage Loan had a principal balance as of the Cut-off Date greater than approximately $661,906 or less than approximately $14,886.

The Group I Mortgage Loans had Mortgage Rates as of the Cut-off Date ranging from approximately 5.600% per annum to approximately 14.100% per annum, and the weighted average Mortgage Rate was approximately 8.590% per annum. As of the Cut-off Date, the Group I adjustable rate Mortgage Loans had Gross Margins ranging from approximately 3.429% per annum to approximately 6.990% per annum, Minimum Mortgage Rates ranging from approximately 5.600% per annum to approximately 14.100% per annum and Maximum Mortgage Rates ranging from approximately 11.600% per annum to approximately 20.100% per annum. As of the Cut-off Date, the weighted average Gross Margin was approximately 6.141% per annum, the weighted average Minimum Mortgage Rate was approximately 8.465% per annum and the weighted average Maximum Mortgage Rate was approximately 14.465% per annum. The latest next Adjustment Date following the Cut-off Date on any Group I adjustable-rate Mortgage Loan occurs on June 1, 2011 and the weighted average next Adjustment Date for all of the Group I adjustable-rate Mortgage Loans following the Cut-off Date is May 20, 2008.

The weighted average combined loan-to-value ratio of the Group I Mortgage Loans at origination was approximately 88.34%. At origination, no Group I Mortgage Loan had a combined loan-to-value ratio greater than approximately 100.00% or less than approximately 11.43%.

The weighted average remaining term to stated maturity of the Group I Mortgage Loans was approximately 355 months as of the Cut-off Date. None of the Group I Mortgage Loans had a first due date prior to October 1, 2005 or will have a first due date after July 1, 2006 or will have a remaining term to stated maturity of less than 115 months or greater than 356 months as of the Cut-off Date. The latest maturity date of any Group I Mortgage Loan is June 1, 2036.

As of the Cut-off Date, the weighted average credit score of the Group I Mortgage Loans is approximately 620. No Group I Mortgage Loan had a credit score as of the Cut-off Date greater than 782 or less than 500.

The Group I Mortgage Loans are expected to have the following additional characteristics as of the Cut-off Date (the sum in any column may not equal the total indicated due to rounding):

Product Type of the Group I Mortgage Loans

Product Type	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Balloon 30/40	103	$ 25,005,236	3.69%	7.528%	646	76.39%	356	78.33%
Fixed 10yr	5	319,280	0.05	12.640	611	100.00	116	36.25
Fixed 15yr	75	1,752,354	0.26	11.081	645	94.79	176	50.51
Fixed 20yr	6	455,936	0.07	9.448	614	74.17	236	84.35
Fixed 30yr	1,114	113,430,679	16.75	9.362	644	87.59	356	65.13
ARM 2yr/6mo	1,483	272,293,076	40.21	8.833	602	78.36	355	48.02
ARM 2yr/6mo - IO	233	58,529,732	8.64	7.476	640	81.13	356	90.95
ARM 2yr/6mo - 40yr Amterm	844	200,138,148	29.55	8.260	623	79.88	355	52.75
ARM 3yr/6mo	10	1,504,497	0.22	8.901	584	83.76	356	86.62
ARM 3yr/6mo - IO	5	1,332,299	0.20	7.287	643	76.78	356	90.99
ARM 3yr/6mo - 40yr Amterm	7	1,525,761	0.23	8.349	624	78.66	356	58.36
ARM 5yr/6mo	2	475,232	0.07	8.103	613	87.65	356	100.00
ARM 5yr/6mo - 40yr Amterm	4	475,464	0.07	8.208	610	70.67	355	29.55
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Lien of the Group I Mortgage Loans

Lien	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
1st	2,992	$ 622,082,710	91.86%	8.361%	617	78.89%	355	58.06%
2nd	899	55,154,985	8.14	11.168	650	99.67	349	49.46
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Principal Balances at Origination of the Group I Mortgage Loans

Principal Balance at Origination ($)	Number of Mortgage Loans	Aggregate Original Principal Balance	% of Aggregate Original Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
1 - 50,000	438	$ 15,387,682	2.27%	11.227%	641	98.11%	337	57.14%
50,001 - 100,000	726	55,373,135	8.16	10.117	629	87.90	354	57.12
100,001 - 150,000	683	85,248,660	12.56	9.034	612	80.88	355	63.84
150,001 - 200,000	683	119,170,926	17.56	8.637	611	78.37	355	60.70
200,001 - 250,000	448	101,169,946	14.91	8.379	613	77.80	355	57.24
250,001 - 300,000	340	93,482,928	13.78	8.247	619	79.67	355	60.30
300,001 - 350,000	267	86,827,533	12.79	8.089	623	79.95	356	54.68
350,001 - 400,000	204	76,241,804	11.23	8.023	630	80.89	355	49.32
400,001 - 450,000	59	24,460,231	3.60	7.952	636	79.70	355	57.70
450,001 - 500,000	28	13,110,350	1.93	7.956	633	79.06	356	35.79
500,001 - 550,000	11	5,749,000	0.85	8.155	633	80.47	356	36.44
550,001 - 600,000	2	1,136,000	0.17	8.126	638	82.47	356	100.00
600,001 - 650,000	1	620,000	0.09	7.050	773	80.00	355	0.00
650,001 - 700,000	1	663,000	0.10	7.550	578	85.00	355	100.00
Total/Weighted Average:	3,891	$ 678,641,195	100.00%	8.590%	620	80.58%	355	57.36%

Remaining Principal Balance of the Group I Mortgage Loans

Remaining Principal Balance ($)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
1 - 50,000	438	$ 15,349,018	2.27%	11.227%	641	98.11%	337	57.14%
50,001 - 100,000	727	55,356,286	8.17	10.113	629	87.84	354	57.20
100,001 - 150,000	684	85,254,220	12.59	9.036	612	80.95	355	63.93
150,001 - 200,000	682	118,814,658	17.54	8.635	611	78.33	355	60.67
200,001 - 250,000	450	101,515,979	14.99	8.375	614	77.85	355	57.47
250,001 - 300,000	337	92,551,617	13.67	8.250	618	79.62	355	59.97
300,001 - 350,000	268	87,011,561	12.85	8.093	622	79.95	356	54.86
350,001 - 400,000	205	76,548,832	11.30	8.013	631	80.89	355	49.62
400,001 - 450,000	57	23,607,789	3.49	7.967	636	79.67	355	56.26
450,001 - 500,000	28	13,074,636	1.93	7.956	633	79.06	356	35.79
500,001 - 550,000	11	5,738,604	0.85	8.155	633	80.47	356	36.44
550,001 - 600,000	2	1,133,768	0.17	8.126	638	82.47	356	100.00
600,001 - 650,000	1	618,822	0.09	7.050	773	80.00	355	0.00
650,001 - 700,000	1	661,906	0.10	7.550	578	85.00	355	100.00
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Original Terms of the Group I Mortgage Loans

Original Term (months)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
120	5	$ 319,280	0.05%	12.640%	611	100.00%	116	36.25%
180	75	1,752,354	0.26	11.081	645	94.79	176	50.51
240	6	455,936	0.07	9.448	614	74.17	236	84.35
360	3,805	674,710,125	99.63	8.581	620	80.54	355	57.37
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Remaining Terms of the Group I Mortgage Loans

Remaining Term (months)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
60 - 119	5	$ 319,280	0.05%	12.640%	611	100.00%	116	36.25%
120 - 179	75	1,752,354	0.26	11.081	645	94.79	176	50.51
180 - 239	6	455,936	0.07	9.448	614	74.17	236	84.35
300 - 359	3,805	674,710,125	99.63	8.581	620	80.54	355	57.37
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Original Loan-to-Value Ratio of the Group I Mortgage Loans

Original Loan-to-Value Ratio (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Less than or equal to 50.00...	100	$ 15,620,836	2.31%	8.878%	585	40.49%	354	57.24%
50.01 - 55.00.........................	40	7,755,893	1.15	8.143	609	53.08	355	65.88
55.01 - 60.00.........................	76	14,401,288	2.13	8.806	577	57.66	355	48.05
60.01 - 65.00.........................	122	24,549,828	3.62	8.978	576	63.55	355	47.30
65.01 - 70.00.........................	157	32,313,906	4.77	8.828	579	69.12	355	49.30
70.01 - 75.00.........................	212	44,141,324	6.52	8.734	577	74.06	355	54.88
75.01 - 80.00.........................	1,531	324,418,693	47.90	8.134	633	79.85	356	51.15
80.01 - 85.00.........................	221	48,119,274	7.11	8.291	607	84.65	355	73.49
85.01 - 90.00.........................	387	78,315,654	11.56	8.535	619	89.70	355	79.10
90.01 - 95.00.........................	127	23,093,603	3.41	8.608	630	94.67	354	76.62
95.01 - 100.00.......................	918	64,507,394	9.53	10.734	650	99.90	350	53.87
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Original Combined Loan-to-Value Ratio of the Group I Mortgage Loans

Original Combined Loan-to-Value Ratio (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	(%) of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Less than or equal to 50.00.....	97	$ 15,086,171	2.23%	8.870%	587	40.50%	354	58.39%
50.01 - 55.00...........................	42	8,088,801	1.19	8.196	606	52.52	355	64.82
55.01 - 60.00...........................	75	14,338,435	2.12	8.803	576	57.65	355	48.26
60.01 - 65.00...........................	122	24,549,828	3.62	8.978	576	63.55	355	47.30
65.01 - 70.00...........................	151	31,371,524	4.63	8.837	578	69.10	355	49.88
70.01 - 75.00...........................	206	42,403,188	6.26	8.777	574	73.85	355	54.35
75.01 - 80.00...........................	337	74,031,526	10.93	8.552	586	79.42	355	57.55
80.01 - 85.00...........................	173	39,358,413	5.81	8.356	602	84.49	355	70.03
85.01 - 90.00...........................	322	65,912,334	9.73	8.536	616	89.31	355	75.19
90.01 - 95.00...........................	199	39,516,805	5.83	8.415	632	89.70	355	73.57
95.01 - 100.00.........................	2,167	322,580,668	47.63	8.568	647	84.37	354	52.19
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Mortgage Rate of the Group I Mortgage Loans

Mortgage Rate (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
5.500 - 5.999	24	$ 6,747,432	1.00%	5.886%	662	73.21%	356	97.38%
6.000 - 6.499	53	14,564,411	2.15	6.293	681	76.13	355	96.82
6.500 - 6.999	197	51,950,929	7.67	6.773	656	76.54	356	88.75
7.000 - 7.499	259	61,659,310	9.10	7.259	644	78.74	356	82.89
7.500 - 7.999	480	108,752,780	16.06	7.759	632	79.92	355	70.81
8.000 - 8.499	451	95,812,163	14.15	8.260	629	81.41	355	51.03
8.500 - 8.999	612	127,010,255	18.75	8.755	612	80.85	355	44.49
9.000 - 9.499	364	65,655,867	9.69	9.247	597	79.95	355	37.26
9.500 - 9.999	445	59,853,253	8.84	9.735	580	80.39	355	52.80
10.000 - 10.499	212	23,505,230	3.47	10.197	579	81.80	355	49.30
10.500 - 10.999	197	19,036,279	2.81	10.757	601	84.36	354	19.90
11.000 - 11.499	247	17,392,559	2.57	11.252	621	89.90	351	39.85
11.500 - 11.999	92	9,609,521	1.42	11.753	585	77.82	354	47.93
12.000 - 12.499	96	7,164,883	1.06	12.202	592	88.51	350	52.44
12.500 - 12.999	125	6,395,652	0.94	12.664	619	99.00	340	21.09
13.000 - 13.499	32	1,808,423	0.27	13.069	629	100.00	333	0.00
13.500 - 13.999	4	248,797	0.04	13.763	634	99.22	356	15.66
14.000 - 14.499	1	69,949	0.01	14.100	532	50.00	356	0.00
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

FICO Score at Origination of the Group I Mortgage Loans

FICO Score at Origination	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
500	9	$ 1,528,866	0.23%	9.925%	500	72.19%	355	75.53%
501 - 520	213	39,123,945	5.78	9.882	510	71.59	355	57.38
521 - 540	204	41,022,764	6.06	9.498	530	71.20	355	55.43
541 - 560	196	37,834,313	5.59	9.100	550	75.95	355	65.77
561 - 580	210	39,362,224	5.81	8.812	571	78.71	355	73.58
581 - 600	336	55,948,102	8.26	8.559	590	81.51	354	78.10
601 - 620	413	73,324,028	10.83	8.425	611	81.72	355	66.68
621 - 640	841	136,533,648	20.16	8.596	630	82.93	354	46.51
641 - 660	612	104,536,262	15.44	8.321	649	82.71	355	51.40
661 - 680	416	65,972,194	9.74	8.199	669	83.56	355	56.55
681 - 700	212	37,338,003	5.51	7.996	688	82.50	355	52.54
701 - 720	105	21,018,277	3.10	7.931	709	81.66	355	52.46
721 - 740	67	11,675,733	1.72	7.996	731	82.85	354	40.50
741 - 760	27	5,915,283	0.87	7.850	749	81.67	355	50.82
761 - 780	24	4,633,917	0.68	7.933	769	78.91	355	47.25
781 - 800	6	1,470,138	0.22	8.147	782	83.27	356	36.83
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Documentation Type of the Group I Mortgage Loans

Documentation Type	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Full/Alt	2,282	$ 388,434,143	57.36%	8.220%	615	81.38%	355	100.00%
Stated Income/Verified Assets	183	34,753,227	5.13	9.514	597	86.14	355	0.00
Stated/Stated Documentation	1,426	254,050,324	37.51	9.028	631	78.60	355	0.00
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Occupancy Status of the Group I Mortgage Loans

Occupancy Status	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Owner-Occupied	3,628	$ 630,190,865	93.05%	8.569%	619	80.72%	355	56.90%
Investor	247	43,162,888	6.37	8.932	635	78.51	355	64.63
2nd Home	16	3,883,941	0.57	8.099	637	80.99	355	49.95
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Loan Purpose of the Group I Mortgage Loans

Loan Purpose	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Purchase	2,091	$ 318,260,272	46.99%	8.669%	643	84.21%	355	47.75%
Refinance - Cash Out	1,745	348,720,151	51.49	8.511	599	77.32	355	65.79
Refinance - Rate/Term	55	10,257,272	1.51	8.795	610	78.75	355	68.72
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Property Type of the Group I Mortgage Loans

Property Type	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Single Family	3,145	$ 533,648,571	78.80%	8.578%	619	80.43%	355	58.24%
2-4 Family	325	77,000,034	11.37	8.445	633	78.27	355	48.11
Condominium	297	44,470,898	6.57	8.773	630	81.88	355	51.18
PUD	120	21,817,852	3.22	8.996	591	89.66	356	80.42
Townhouse	4	300,340	0.04	9.816	613	94.40	320	100.00
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Geographic Distribution of the Group I Mortgage Loans

Geographic Distribution	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Florida	791	$ 125,325,040	18.51%	8.701%	614	80.04%	355	55.73%
California	545	117,374,822	17.33	8.338	631	80.17	355	60.08
New York	256	68,436,641	10.11	8.278	627	77.96	355	43.98
Maryland	248	46,628,106	6.89	8.683	618	80.91	354	61.74
New Jersey	209	45,755,356	6.76	8.858	620	79.32	355	44.34
Illinois	225	34,045,378	5.03	8.856	624	82.36	355	55.44
Georgia	216	26,403,887	3.90	8.627	620	84.12	353	69.25
Virginia	129	21,997,208	3.25	8.906	605	78.94	355	56.34
Massachusetts	101	21,461,790	3.17	8.629	612	82.17	356	50.17
Hawaii	48	14,577,218	2.15	8.146	642	78.09	355	39.68
Washington	72	13,440,452	1.98	8.093	623	81.70	355	70.68
Arizona	83	13,239,735	1.95	8.329	624	81.16	355	64.64
Connecticut	68	11,675,333	1.72	8.946	612	80.99	355	44.93
Pennsylvania	83	10,354,271	1.53	9.111	594	79.24	355	61.22
North Carolina	87	10,163,440	1.50	8.723	612	85.39	354	78.24
Michigan	85	9,618,640	1.42	9.031	621	82.11	354	61.20
Nevada	46	9,255,193	1.37	8.493	613	81.21	355	56.42
Minnesota	61	8,944,237	1.32	8.201	617	81.59	354	76.54
Texas	82	8,753,932	1.29	8.831	617	82.05	353	51.77
Colorado	59	8,480,601	1.25	8.228	632	83.50	356	91.57
District of Columbia	26	6,425,813	0.95	8.661	614	77.15	355	47.84
Ohio	49	5,333,640	0.79	8.595	615	86.14	352	71.31
South Carolina	37	4,503,722	0.67	8.897	602	83.13	349	76.84
Wisconsin	44	4,229,634	0.62	9.349	625	85.62	351	64.77
Rhode Island	19	3,703,546	0.55	8.699	605	80.20	355	58.66
Oregon	22	3,381,271	0.50	8.152	613	78.82	356	81.76
Missouri	37	3,295,053	0.49	9.804	608	83.87	351	52.54
Indiana	36	3,289,340	0.49	8.905	605	84.66	352	78.27
Tennessee	27	3,022,974	0.45	8.534	643	83.87	356	78.15
Idaho	21	2,890,946	0.43	8.535	603	81.29	352	65.55
New Hampshire	13	2,364,632	0.35	8.828	559	78.74	355	71.86
New Mexico	14	2,219,684	0.33	8.094	619	82.96	354	78.67
Utah	11	1,552,339	0.23	8.010	649	87.75	352	90.37
Delaware	10	1,288,432	0.19	9.407	563	82.04	352	70.11
West Virginia	9	1,173,260	0.17	8.938	577	81.86	355	73.20
Arkansas	5	558,769	0.08	8.753	575	82.82	354	76.55
Maine	2	465,919	0.07	8.949	607	89.98	356	64.42
Oklahoma	4	451,632	0.07	8.502	640	84.87	356	58.46
Vermont	3	387,617	0.06	8.933	602	70.39	355	0.00
Kentucky	3	322,960	0.05	8.302	662	83.69	299	100.00
Kansas	3	317,129	0.05	9.655	559	90.00	355	100.00
Iowa	2	128,099	0.02	7.937	629	83.35	324	100.00
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Original Prepayment Penalty Term of the Group I Mortgage Loans

Original Prepayment Penalty Term (mos.)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
No Prepayment Penalty.........	1,511	$ 266,530,760	39.36%	8.764%	620	81.23%	355	52.54%
12	181	36,469,000	5.38	8.478	635	78.72	355	52.77
24	1,698	286,255,119	42.27	8.643	615	80.40	355	57.37
30	4	848,502	0.13	8.053	609	86.30	356	100.00
36	497	87,134,314	12.87	7.934	631	79.92	355	73.53
Total/Weighted Average:	3,891	$ 677,237,695	100.00%	8.590%	620	80.58%	355	57.36%

Margin of the Group I Mortgage Loans - ARM Loans

Margin (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
3.000 - 3.499.............................	2	$ 751,999	0.14%	5.674%	671	80.00%	356	100.00%
3.500 - 3.999.............................	13	3,884,702	0.72	5.887	653	76.22	356	83.54
4.000 - 4.499.............................	50	13,648,191	2.55	6.462	659	80.05	356	100.00
4.500 - 4.999.............................	151	37,616,488	7.01	6.938	649	78.25	355	85.85
5.000 - 5.499.............................	296	68,471,660	12.77	7.484	637	80.21	355	79.65
5.500 - 5.999.............................	398	88,087,510	16.43	7.959	624	79.83	356	61.89
6.000 - 6.499.............................	445	96,055,980	17.91	8.428	627	80.93	356	47.01
6.500 - 6.999.............................	1,233	227,757,680	42.47	9.396	588	78.18	355	39.27
Total/Weighted Average:	2,588	$ 536,274,210	100.00%	8.465%	614	79.24%	355	54.75%

Minimum Rate of the Group I Mortgage Loans - ARM Loans

Minimum Rate (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
5.500 - 5.999..........................	13	$ 3,720,830	0.69%	5.801%	644	78.69%	356	95.25%
6.000 - 6.499..........................	28	7,523,489	1.40	6.294	670	78.43	356	93.85
6.500 - 6.999..........................	122	32,823,096	6.12	6.786	653	78.41	356	89.78
7.000 - 7.499..........................	212	49,865,231	9.30	7.263	643	79.59	356	82.27
7.500 - 7.999..........................	406	91,723,397	17.10	7.757	630	80.21	355	69.96
8.000 - 8.499..........................	410	88,102,186	16.43	8.263	629	81.36	355	49.49
8.500 - 8.999..........................	559	117,989,550	22.00	8.754	612	80.87	355	42.12
9.000 - 9.499..........................	337	62,302,735	11.62	9.247	597	79.73	355	35.20
9.500 - 9.999..........................	273	47,385,255	8.84	9.722	562	76.60	355	44.90
10.000 - 10.499......................	95	14,554,037	2.71	10.201	547	74.31	355	33.75
10.500 - 10.999......................	60	9,084,888	1.69	10.716	537	70.52	355	17.67
11.000 - 11.499......................	25	3,926,590	0.73	11.239	539	62.28	355	35.78
11.500 - 11.999......................	32	4,969,100	0.93	11.698	543	59.21	355	56.58
12.000 - 12.499......................	14	2,174,584	0.41	12.206	533	63.50	355	47.22
12.500 - 12.999......................	1	59,294	0.01	12.650	511	59.76	353	100.00
14.000 - 14.499......................	1	69,949	0.01	14.100	532	50.00	356	0.00
Total/Weighted Average:	2,588	$ 536,274,210	100.00%	8.465%	614	79.24%	355	54.75%

Maximum Rate of the Group I Mortgage Loans - ARM Loans

Maximum Rate (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
11.500 - 11.999	13	$ 3,720,830	0.69%	5.801%	644	78.69%	356	95.25%
12.000 - 12.499	28	7,523,489	1.40	6.294	670	78.43	356	93.85
12.500 - 12.999	122	32,823,096	6.12	6.786	653	78.41	356	89.78
13.000 - 13.499	212	49,865,231	9.30	7.263	643	79.59	356	82.27
13.500 - 13.999	405	91,602,428	17.08	7.757	630	80.21	355	69.92
14.000 - 14.499	410	88,102,186	16.43	8.263	629	81.36	355	49.49
14.500 - 14.999	560	118,110,519	22.02	8.752	612	80.87	355	42.17
15.000 - 15.499	337	62,302,735	11.62	9.247	597	79.73	355	35.20
15.500 - 15.999	273	47,385,255	8.84	9.722	562	76.60	355	44.90
16.000 - 16.499	93	14,202,093	2.65	10.196	546	74.38	355	34.59
16.500 - 16.999	61	9,202,424	1.72	10.714	538	70.51	355	17.44
17.000 - 17.499	26	4,160,999	0.78	11.189	539	62.84	355	33.76
17.500 - 17.999	32	4,969,100	0.93	11.698	543	59.21	355	56.58
18.000 - 18.499	14	2,174,584	0.41	12.206	533	63.50	355	47.22
18.500 - 18.999	1	59,294	0.01	12.650	511	59.76	353	100.00
20.000 - 20.499	1	69,949	0.01	14.100	532	50.00	356	0.00
Total/Weighted Average:	2,588	$ 536,274,210	100.00%	8.465%	614	79.24%	355	54.75%

Life Cap of the Group I Mortgage Loans - ARM Loans

Life Cap (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
5.500 - 5.999	3	$ 575,118	0.11%	8.825%	641	95.73%	356	100.00%
6.000 - 6.499	2,583	535,343,715	99.83	8.464	614	79.23	355	54.71
7.000 - 7.499	2	355,378	0.07	9.414	546	74.93	354	34.04
Total/Weighted Average:	2,588	$ 536,274,210	100.00%	8.465%	614	79.24%	355	54.75%

First Periodic Cap of the Group I Mortgage Loans - ARM Loans

First Periodic Cap (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
2.000 - 2.499	1,110	$ 231,250,782	43.12%	8.562%	610	79.01%	355	54.10%
3.000 - 3.499	1,478	305,023,428	56.88	8.391	617	79.42	356	55.23
Total/Weighted Average:	2,588	$ 536,274,210	100.00%	8.465%	614	79.24%	355	54.75%

Periodic Cap of the Group I Mortgage Loans - ARM Loans

Periodic Cap (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
1.500 - 1.999	2,588	$ 536,274,210	100.00%	8.465%	614	79.24%	355	54.75%
Total/Weighted Average:	2,588	$ 536,274,210	100.00%	8.465%	614	79.24%	355	54.75%

Next Rate Adjustment Date of the Group I Mortgage Loans - ARM Loans

Next Rate Adjustment Date	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
September 2007	1	$ 246,070	0.05%	7.850%	568	90.00%	347	100.00%
December 2007	3	479,793	0.09	8.671	562	68.96	350	33.46
January 2008	9	1,677,936	0.31	8.551	611	76.75	351	40.06
February 2008	43	7,768,364	1.45	9.280	571	74.28	352	57.06
March 2008	87	15,658,032	2.92	8.762	598	79.16	353	62.99
April 2008	179	39,397,503	7.35	8.513	617	80.20	354	46.03
May 2008	630	130,958,387	24.42	8.480	613	79.67	355	55.94
June 2008	1,608	334,774,872	62.43	8.424	615	79.09	356	54.60
March 2009	1	69,952	0.01	9.490	567	90.00	353	100.00
April 2009	1	187,751	0.04	8.950	673	80.00	354	0.00
May 2009	7	1,178,163	0.22	9.109	578	84.84	355	75.45
June 2009	13	2,926,691	0.55	7.777	629	77.58	356	83.61
February 2011	1	50,338	0.01	10.200	670	90.00	352	100.00
March 2011	1	90,143	0.02	9.850	595	82.05	353	100.00
May 2011	1	185,180	0.03	7.400	621	70.00	355	0.00
June 2011	3	625,035	0.12	7.970	607	80.58	356	76.03
Total/Weighted Average:	2,588	$ 536,274,210	100.00%	8.465%	614	79.24%	355	54.75%

Group II Mortgage Loan Characteristics

Approximately 94.37% of the Group II Mortgage Loans are secured by first liens on the related Mortgaged Property and approximately 5.63% of the Group II Mortgage Loans are secured by second liens on the related Mortgaged Property, in each case, by aggregate principal balance of the Group II Mortgage Loans as of the Cut-off Date.

Approximately 15.81% of the Group II Mortgage Loans are fixed-rate Mortgage Loans and approximately 84.19% of the Group II Mortgage Loans are adjustable-rate Mortgage Loans, in each case, by aggregate principal balance of the Group II Mortgage Loans as of the Cut-off Date.

Approximately 16.95% of the Group II Mortgage Loans are Interest Only Loans. Approximately 27.85% of the first lien Group II Mortgage Loans had a loan-to-value ratio in excess of 80% at origination. None of the Group II Mortgage Loans is insured by mortgage insurance policies. Approximately 62.02% of the Group II Mortgage Loans are subject to Prepayment Charges.

The average principal balance of the Group II Mortgage Loans at origination was approximately $302,711. No Group II Mortgage Loan had a principal balance at origination greater than approximately $1,500,000 or less than approximately $15,000. The average principal balance of the Group II Mortgage Loans as of the Cut-off Date was approximately $302,142. No Group II Mortgage Loan had a principal balance as of the Cut-off Date greater than approximately $1,492,441 or less than approximately $11,445.

The Group II Mortgage Loans had Mortgage Rates as of the Cut-off Date ranging from approximately 5.450% per annum to approximately 13.950% per annum, and the weighted average Mortgage Rate was approximately 8.283% per annum. As of the Cut-off Date, the Group II adjustable rate Mortgage Loans had Gross Margins ranging from approximately 3.329% per annum to approximately 6.990% per annum, Minimum Mortgage Rates ranging from approximately 5.450% per annum to approximately 13.950% per annum and Maximum Mortgage Rates ranging from approximately 11.450% per annum to approximately 19.950% per annum. As of the Cut-off Date, the weighted average Gross Margin was approximately 5.985% per annum, the weighted average Minimum Mortgage Rate was approximately 8.204% per annum and the weighted average Maximum Mortgage Rate was approximately 14.203% per annum. The latest next Adjustment Date following the Cut-off Date on any Group II adjustable-rate Mortgage Loan occurs on June 1, 2011 and the weighted average next Adjustment Date for all of the Group II adjustable-rate Mortgage Loans following the Cut-off Date is May 24, 2008.

The weighted average combined loan-to-value ratio of the Group II Mortgage Loans at origination was approximately 92.14%. At origination, no Group II Mortgage Loan had a combined loan-to-value ratio greater than approximately 100.00% or less than approximately 23.81%.

The weighted average remaining term to stated maturity of the Group II Mortgage Loans was approximately 355 months as of the Cut-off Date. None of the Group II Mortgage Loans had a first due date prior to January 1, 2006 or will have a first due date after July 1, 2006 or will have a remaining term to stated maturity of less than 115 months or greater than 356 months as of the Cut-off Date. The latest maturity date of any Group II Mortgage Loan is June 1, 2036.

As of the Cut-off Date, the weighted average credit score of the Group II Mortgage Loans is approximately 638. No Group II Mortgage Loan had a credit score as of the Cut-off Date greater than 808 or less than 501.

The Group II Mortgage Loans are expected to have the following additional characteristics as of the Cut-off Date (the sum in any column may not equal the total indicated due to rounding):

Product Type of the Group II Mortgage Loans

Product Type	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Balloon 30/40	56	$ 22,069,814	4.01%	7.468%	662	79.68%	355	71.07%
Fixed 10yr	10	643,392	0.12	11.503	647	99.88	116	36.38
Fixed 15yr	22	972,539	0.18	8.768	658	92.87	176	89.30
Fixed 20yr	3	470,886	0.09	8.021	667	85.53	235	100.00
Fixed 30yr	446	62,922,771	11.42	9.104	660	88.92	356	66.54
ARM 2yr/6mo	557	157,727,990	28.64	8.611	616	80.95	355	44.82
ARM 2yr/6mo - IO	203	89,619,648	16.27	7.584	652	81.19	355	76.66
ARM 2yr/6mo - 40 yr Amterm	499	204,530,005	37.13	8.178	639	81.35	355	38.83
ARM 3yr/6mo	9	3,893,063	0.71	8.731	609	79.56	355	42.68
ARM 3yr/6mo - IO	6	3,726,480	0.68	7.094	663	81.05	356	100.00
ARM 3yr/6mo - 40 yr Amterm	8	3,379,349	0.61	7.992	648	86.35	355	79.31
ARM 5yr/6mo	3	354,403	0.06	9.122	548	65.18	355	100.00
ARM 5yr/6mo - 40 yr Amterm	1	494,310	0.09	7.350	638	83.90	356	100.00
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Lien of the Group II Mortgage Loans

Lien	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
1st	1,434	$ 519,800,585	94.37%	8.114%	637	81.01%	355	52.38%
2nd	389	31,004,065	5.63	11.115	658	99.79	348	47.01
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Principal Balances at Origination of the Group II Mortgage Loans

Principal Balance at Origination ($)	Number of Mortgage Loans	Aggregate Original Principal Balance	% of Aggregate Original Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
1 - 50,000	120	$ 4,202,896	0.76%	11.366%	647	97.68%	329	66.64%
50,001 - 100,000	279	20,820,441	3.77	10.312	630	92.02	350	59.38
100,001 - 150,000	217	26,630,610	4.83	9.620	624	87.73	355	61.26
150,001 - 200,000	172	30,208,985	5.47	8.807	625	82.95	356	58.26
200,001 - 250,000	118	26,374,186	4.78	8.524	623	81.78	355	58.97
250,001 - 300,000	97	26,704,268	4.84	8.360	635	80.81	356	42.41
300,001 - 350,000	100	32,478,429	5.89	8.034	642	81.95	354	47.81
350,001 - 400,000	83	31,158,130	5.65	8.038	649	80.98	356	48.49
400,001 - 450,000	137	58,760,242	10.65	8.116	634	81.71	355	39.27
450,001 - 500,000	149	70,932,996	12.85	7.963	642	80.75	355	48.32
500,001 - 550,000	98	51,342,227	9.30	7.841	649	82.47	354	55.14
550,001 - 600,000	74	42,549,671	7.71	8.123	632	80.00	355	47.19
600,001 - 650,000	54	33,841,963	6.13	8.264	642	81.96	355	48.06
650,001 - 700,000	44	29,873,800	5.41	8.104	644	83.07	355	54.50
700,001 - 750,000	32	23,266,153	4.22	8.291	618	81.40	355	43.53
750,001 - 800,000	26	20,315,722	3.68	7.986	632	77.62	355	57.73
800,001 - 850,000	5	4,204,250	0.76	7.720	660	84.18	356	59.85
850,001 - 900,000	2	1,745,130	0.32	7.098	713	77.48	355	100.00
900,001 - 950,000	2	1,860,000	0.34	6.639	697	79.16	356	100.00
950,001 – 1,000,000	9	8,817,000	1.60	7.077	654	76.16	355	100.00
1,000,001 – 1,050,000	1	1,006,600	0.18	6.500	642	67.11	353	100.00
1,050,001 – 1,100,000	2	2,119,295	0.38	6.825	689	76.53	355	100.00
1,100,001 – 1,150,000	1	1,129,350	0.20	7.750	681	66.35	356	100.00
1,450,001 – 1,500,000	1	1,500,000	0.27	6.950	749	75.00	354	100.00
Total/Weighted Average:	1,823	$ 551,842,345	100.00%	8.283%	638	82.06%	355	52.08%

Remaining Principal Balance of the Group II Mortgage Loans

Remaining Principal Balance ($)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
1 - 50,000	122	$ 4,268,060	0.77%	11.323%	645	97.10%	329	67.43%
50,001 - 100,000	278	20,760,692	3.77	10.302	630	92.08	350	59.38
100,001 - 150,000	216	26,475,443	4.81	9.628	624	87.74	355	61.11
150,001 - 200,000	173	30,348,649	5.51	8.801	625	82.93	356	57.87
200,001 - 250,000	117	26,127,373	4.74	8.529	623	81.80	355	59.42
250,001 - 300,000	98	26,952,080	4.89	8.366	635	80.86	356	43.05
300,001 - 350,000	100	32,464,840	5.89	8.038	643	82.00	354	46.81
350,001 - 400,000	82	30,759,276	5.58	8.026	649	80.88	356	49.04
400,001 - 450,000	139	59,565,642	10.81	8.119	634	81.76	355	39.43
450,001 - 500,000	147	69,903,031	12.69	7.959	642	80.70	355	48.29
500,001 - 550,000	98	51,250,896	9.30	7.841	649	82.47	354	55.14
550,001 - 600,000	75	43,079,862	7.82	8.121	632	80.00	355	46.53
600,001 - 650,000	53	33,191,806	6.03	8.270	642	82.00	355	48.93
650,001 - 700,000	45	30,521,677	5.54	8.090	645	83.23	355	55.54
700,001 - 750,000	32	23,267,487	4.22	8.259	620	81.10	355	43.65
750,001 - 800,000	25	19,531,359	3.55	8.041	629	77.53	355	56.11
800,001 - 850,000	5	4,200,360	0.76	7.720	660	84.18	356	59.85
850,001 - 900,000	2	1,743,382	0.32	7.098	713	77.48	355	100.00
900,001 - 950,000	2	1,854,229	0.34	6.639	697	79.16	356	100.00
950,001 – 1,000,000	9	8,804,256	1.60	7.077	654	76.16	355	100.00
1,000,001 – 1,050,000	1	1,000,126	0.18	6.500	642	67.11	353	100.00
1,050,001 – 1,100,000	2	2,112,333	0.38	6.825	689	76.53	355	100.00
1,100,001 – 1,150,000	1	1,129,350	0.21	7.750	681	66.35	356	100.00
1,450,001 – 1,500,000	1	1,492,441	0.27	6.950	749	75.00	354	100.00
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Original Terms of the Group II Mortgage Loans

Original Term (months)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
120	10	$ 643,392	0.12%	11.503%	647	99.88%	116	36.38%
180	22	972,539	0.18	8.768	658	92.87	176	89.30
240	3	470,886	0.09	8.021	667	85.53	235	100.00
360	1,788	548,717,833	99.62	8.278	638	82.02	355	51.99
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Remaining Terms of the Group II Mortgage Loans

Remaining Term (months)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
60 119	10	$ 643,392	0.12%	11.503%	647	99.88%	116	36.38%
120 – 179	22	972,539	0.18	8.768	658	92.87	176	89.30
180 – 239	3	470,886	0.09	8.021	667	85.53	235	100.00
300 – 359	1,788	548,717,833	99.62	8.278	638	82.02	355	51.99
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Original Loan-to-Value Ratio of the Group II Mortgage Loans

Original Loan-to-Value Ratio (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Less than or equal to 50.00..	14	$ 3,296,897	0.60%	9.294%	572	40.08%	355	48.20%
50.01 - 55.00	4	1,261,457	0.23	9.017	519	52.19	354	64.41
55.01 - 60.00	8	2,468,629	0.45	8.184	673	57.70	356	22.23
60.01 - 65.00	31	10,118,366	1.84	8.188	591	64.16	355	59.40
65.01 - 70.00	40	14,816,950	2.69	8.748	575	68.45	355	62.86
70.01 - 75.00	83	31,770,894	5.77	8.538	594	74.02	355	50.73
75.01 - 80.00	835	311,331,710	56.52	7.938	651	79.88	355	43.59
80.01 - 85.00	138	49,686,414	9.02	8.009	620	84.34	355	74.70
85.01 - 90.00	211	70,924,223	12.88	8.348	626	89.68	354	69.91
90.01 - 95.00	68	15,994,419	2.90	8.714	645	94.64	353	61.22
95.01 - 100.00	391	39,134,693	7.11	10.612	659	99.94	350	51.82
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Original Combined Loan-to-Value Ratio of the Group II Mortgage Loans

Original Combined Loan-to-Value Ratio (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc(%)
Less than or equal to 50.00.	14	$ 3,296,897	0.60%	9.294%	572	40.08%	355	48.20%
50.01 - 55.00	3	733,176	0.13	8.381	532	52.72	355	38.77
55.01 - 60.00	5	1,435,407	0.26	8.572	659	56.54	356	21.88
60.01 - 65.00	32	10,646,647	1.93	8.273	587	63.53	355	61.42
65.01 - 70.00	37	12,901,950	2.34	8.758	567	68.53	355	63.43
70.01 - 75.00	77	27,917,016	5.07	8.659	588	74.03	355	46.67
75.01 - 80.00	136	49,160,406	8.93	8.133	609	79.42	355	56.02
80.01 - 85.00	111	40,678,411	7.39	7.991	623	83.79	355	70.84
85.01 - 90.00	173	62,029,809	11.26	8.243	627	87.99	354	66.41
90.01 - 95.00	128	39,907,168	7.25	8.363	636	87.80	354	63.48
95.01 - 100.00	1,107	302,097,763	54.85	8.277	658	82.91	355	44.37
Total/Weighted Average:...	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Mortgage Rate of the Group II Mortgage Loans

Mortgage Rate (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
5.000 - 5.499	1	$ 488,000	0.09%	5.450%	665	80.00%	356	100.00%
5.500 - 5.999	8	4,318,617	0.78	5.908	680	79.35	355	100.00
6.000 - 6.499	24	13,585,590	2.47	6.267	677	79.47	348	100.00
6.500 - 6.999	115	55,894,488	10.15	6.785	675	79.74	355	94.89
7.000 - 7.499	148	56,881,176	10.33	7.264	650	79.96	355	82.49
7.500 - 7.999	313	122,429,518	22.23	7.771	645	80.93	355	53.54
8.000 - 8.499	232	84,173,158	15.28	8.275	641	82.21	355	33.08
8.500 - 8.999	275	97,197,864	17.65	8.732	631	82.15	355	27.62
9.000 - 9.499	149	46,285,469	8.40	9.239	604	82.17	355	41.41
9.500 - 9.999	156	32,096,491	5.83	9.757	584	82.53	355	45.76
10.000 - 10.499	77	7,618,896	1.38	10.187	619	90.93	351	66.84
10.500 - 10.999	96	11,161,058	2.03	10.724	630	90.83	353	21.33
11.000 - 11.499	97	8,366,868	1.52	11.244	644	96.25	346	31.30
11.500 - 11.999	39	3,595,941	0.65	11.796	600	87.51	349	57.59
12.000 - 12.499	26	1,587,251	0.29	12.234	609	94.73	349	67.48
12.500 - 12.999	51	4,002,533	0.73	12.706	617	95.93	348	27.94
13.000 - 13.499	13	992,059	0.18	13.107	626	99.45	335	2.77
13.500 - 13.999	3	129,673	0.02	13.890	577	74.26	300	30.88
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

FICO Score at Origination of the Group II Mortgage Loans

FICO Score at Origination	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
501 - 520	48	$ 15,631,716	2.84%	9.655%	510	73.28%	355	73.87%
521 - 540	69	19,495,893	3.54	9.327	532	74.66	355	59.81
541 - 560	68	17,685,067	3.21	9.074	551	79.73	355	68.21
561 - 580	85	23,363,919	4.24	8.842	571	80.84	355	58.72
581 - 600	153	43,604,570	7.92	8.381	590	82.32	355	72.55
601 - 620	183	54,566,845	9.91	8.264	611	83.06	355	62.24
621 - 640	358	101,539,423	18.43	8.418	630	83.00	355	42.57
641 - 660	298	88,601,279	16.09	8.052	649	82.68	355	46.71
661 - 680	238	75,037,248	13.62	8.048	669	83.38	355	48.35
681 - 700	148	46,367,021	8.42	7.892	689	82.62	353	45.80
701 - 720	79	31,900,055	5.79	7.716	710	81.23	355	48.34
721 - 740	51	17,277,720	3.14	7.977	729	84.57	355	43.50
741 - 760	22	8,688,003	1.58	8.046	749	81.10	355	38.44
761 - 780	8	2,931,004	0.53	7.982	769	83.45	355	28.98
781 - 800	12	3,378,275	0.61	7.526	788	80.02	355	67.80
Greater than or equal to 801	3	736,613	0.13	7.045	803	91.49	355	100.00
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Documentation Type of the Group II Mortgage Loans

Documentation Type	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Full/Alternative	999	$ 286,865,785	52.08%	7.896%	631	82.64%	354	100.00%
Stated Income/Verified Assets	102	33,729,298	6.12	9.074	609	86.81	354	0.00
Stated/Stated Documentation	722	230,209,567	41.80	8.648	651	80.65	355	0.00
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Occupancy Status of the Group II Mortgage Loans

Occupancy Status	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Owner-Occupied	1,709	$ 527,385,484	95.75%	8.255%	638	81.98%	355	51.04%
Investor	106	21,033,527	3.82	8.931	636	83.79	354	74.30
2nd Home	8	2,385,639	0.43	8.689	652	84.22	356	87.29
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Loan Purpose of the Group II Mortgage Loans

Loan Purpose	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Purchase	1,203	$ 332,191,269	60.31%	8.355%	654	83.43%	355	44.38%
Refinance - Cash Out	598	210,377,519	38.19	8.180	614	79.85	355	62.93
Refinance - Rate/Term	22	8,235,863	1.50	8.002	625	83.34	344	85.57
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Property Type of the Group II Mortgage Loans

Property Type	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Single Family	1,390	$ 420,434,827	76.33%	8.226%	636	81.54%	355	53.77%
2-4 Family	234	74,752,374	13.57	8.421	659	83.55	354	32.24
Condominium	136	35,802,955	6.50	8.393	638	81.77	355	67.15
PUD	59	19,201,327	3.49	8.739	594	87.98	355	64.29
Townhouse	4	613,167	0.11	9.254	615	93.04	355	53.61
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Geographic Distribution of the Group II Mortgage Loans

Geographic Distribution	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
California	466	$ 189,604,798	34.42%	8.018%	646	81.73%	355	53.28%
New York	213	80,825,278	14.67	8.255	649	82.50	354	36.94
Florida	293	72,906,722	13.24	8.526	625	81.18	355	51.83
New Jersey	104	30,290,277	5.50	8.707	636	82.12	355	43.61
Maryland	114	28,822,275	5.23	8.446	615	80.92	356	69.11
Illinois	94	20,477,193	3.72	8.903	642	83.49	354	42.33
Virginia	46	19,020,020	3.45	8.059	638	83.06	355	58.03
Massachusetts	44	13,938,846	2.53	8.610	621	81.58	356	52.28
Arizona	42	10,063,834	1.83	8.125	628	83.63	355	68.39
Texas	35	9,236,109	1.68	7.948	633	79.18	354	71.44
Georgia	56	7,958,358	1.44	8.491	637	82.44	353	55.98
Connecticut	23	7,334,094	1.33	8.373	661	84.89	355	23.77
Nevada	20	6,660,969	1.21	8.542	634	82.72	355	30.11
Minnesota	17	5,349,082	0.97	8.446	623	81.54	354	78.59
Washington	22	4,861,768	0.88	7.913	642	82.30	355	87.84
Pennsylvania	31	4,840,309	0.88	8.994	611	83.84	355	62.93
Colorado	23	4,610,661	0.84	7.874	623	83.32	356	85.93
District of Columbia	14	4,525,864	0.82	8.304	656	81.86	356	28.40
Hawaii	15	4,382,958	0.80	8.106	658	84.61	354	47.68
Michigan	27	3,573,057	0.65	9.013	601	85.18	355	62.06
Ohio	16	2,970,460	0.54	8.354	643	85.69	355	74.85
Indiana	11	1,967,905	0.36	9.132	628	83.83	355	37.37
North Carolina	18	1,941,901	0.35	8.811	611	80.41	356	83.46
Wisconsin	10	1,825,693	0.33	8.741	616	84.49	355	67.44
Rhode Island	6	1,696,556	0.31	7.491	629	81.65	356	68.61
Tennessee	10	1,678,277	0.30	7.499	624	82.38	353	99.12
Oregon	7	1,644,185	0.30	7.660	640	83.50	356	89.08
New Mexico	5	1,374,755	0.25	8.035	638	83.53	356	100.00
Utah	3	1,144,302	0.21	7.449	661	81.04	320	79.24
Missouri	10	1,121,158	0.20	9.057	618	79.45	355	39.01
South Carolina	6	831,519	0.15	8.877	604	84.12	356	77.48
Delaware	3	799,695	0.15	9.430	582	81.62	355	0.00
Idaho	4	605,768	0.11	8.152	645	91.03	356	63.88
New Hampshire	3	539,896	0.10	8.554	576	85.58	356	100.00
Kentucky	3	363,426	0.07	9.658	648	93.86	340	61.70
Oklahoma	2	312,261	0.06	9.738	553	84.64	356	0.00
Iowa	3	244,188	0.04	9.508	577	88.64	356	100.00
Nebraska	2	239,637	0.04	8.095	619	84.12	354	100.00
Kansas	1	135,790	0.02	6.990	611	80.00	356	100.00
West Virginia	1	84,804	0.02	8.800	630	85.00	356	100.00
Total/Weighted Average:	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Original Prepayment Penalty Term of the Group II Mortgage Loans

Original Prepayment Penalty Term (mos.)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
No Prepay Penalty.............	730	$ 209,182,956	37.98%	8.572%	640	82.39%	355	43.82%
12..	132	52,469,460	9.53	8.097	644	81.38	353	60.05
24..	764	226,850,518	41.19	8.231	632	82.00	355	53.81
30..	1	186,922	0.03	7.125	739	80.00	356	100.00
36..	196	62,114,794	11.28	7.657	648	81.78	354	66.70
Total/Weighted Average:...	1,823	$ 550,804,650	100.00%	8.283%	638	82.06%	355	52.08%

Margin of the Group II Mortgage Loans - ARM Loans

Margin (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
3.000 - 3.499...........................	2	$ 908,000	0.20%	5.496%	646	80.00%	356	100.00%
3.500 - 3.999...........................	4	1,900,474	0.41	5.900	653	80.00	354	100.00
4.000 - 4.499...........................	26	14,022,969	3.02	6.512	672	80.49	355	100.00
4.500 - 4.999...........................	94	38,805,533	8.37	6.922	663	80.66	355	91.70
5.000 - 5.499...........................	181	71,959,745	15.52	7.445	648	79.97	355	78.82
5.500 - 5.999...........................	249	95,916,469	20.68	7.886	645	81.48	355	42.21
6.000 - 6.499...........................	272	100,606,645	21.70	8.405	640	82.27	355	30.56
6.500 - 6.999...........................	458	139,605,412	30.11	9.246	602	81.10	355	33.93
Total/Weighted Average:	1,286	$ 463,725,248	100.00%	8.205%	634	81.20%	355	49.11%

Minimum Rate of the Group II Mortgage Loans - ARM Loans

Minimum Rate (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
5.000 - 5.499	1	$ 488,000	0.11%	5.450%	665	80.00%	356	100.00%
5.500 - 5.999	5	2,320,474	0.50	5.837	647	80.00	355	100.00
6.000 - 6.499	11	6,189,400	1.33	6.311	669	80.55	355	100.00
6.500 - 6.999	83	36,880,365	7.95	6.830	670	80.33	355	96.47
7.000 - 7.499	131	52,040,470	11.22	7.265	650	80.19	356	82.33
7.500 - 7.999	282	111,077,678	23.95	7.770	645	81.01	355	52.28
8.000 - 8.499	220	80,869,290	17.44	8.276	641	82.24	355	32.00
8.500 - 8.999	262	93,617,808	20.19	8.731	630	82.09	355	26.46
9.000 - 9.499	137	44,097,014	9.51	9.235	602	81.92	355	40.71
9.500 - 9.999	91	26,071,354	5.62	9.742	568	79.55	355	36.52
10.000 - 10.499	28	3,575,115	0.77	10.222	569	81.26	355	35.21
10.500 - 10.999	18	3,769,796	0.81	10.626	558	79.35	356	31.13
11.000 - 11.499	7	1,056,295	0.23	11.074	559	75.80	356	46.24
11.500 - 11.999	7	1,209,918	0.26	11.828	531	64.58	355	74.30
12.000 - 12.499	1	72,719	0.02	12.200	517	70.00	356	0.00
12.500 - 12.999	1	299,918	0.06	12.750	518	50.00	356	100.00
13.500 - 13.999	1	89,633	0.02	13.950	546	65.00	356	0.00
Total/Weighted Average:	1,286	$ 463,725,248	100.00%	8.205%	634	81.20%	355	49.11%

Maximum Rate of the Group II Mortgage Loans - ARM Loans

Maximum Rate (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgag Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
11.000 - 11.499	1	$ 488,000	0.11%	5.450%	665	80.00%	356	100.00%
11.500 - 11.999	5	2,320,474	0.50	5.837	647	80.00	355	100.00
12.000 - 12.499	12	6,436,402	1.39	6.432	664	80.92	355	100.00
12.500 - 12.999	82	36,704,556	7.92	6.818	671	80.28	355	96.46
13.000 - 13.499	131	52,040,470	11.22	7.265	650	80.19	356	82.33
13.500 - 13.999	282	111,077,678	23.95	7.770	645	81.01	355	52.28
14.000 - 14.499	219	80,765,855	17.42	8.276	641	82.23	355	31.92
14.500 - 14.999	262	93,617,808	20.19	8.731	630	82.09	355	26.46
15.000 - 15.499	138	44,129,256	9.52	9.232	602	81.91	355	40.75
15.500 - 15.999	91	26,071,354	5.62	9.742	568	79.55	355	36.52
16.000 - 16.499	28	3,575,115	0.77	10.222	569	81.26	355	35.21
16.500 - 16.999	18	3,769,796	0.81	10.626	558	79.35	356	31.13
17.000 - 17.499	7	1,056,295	0.23	11.074	559	75.80	356	46.24
17.500 - 17.999	7	1,209,918	0.26	11.828	531	64.58	355	74.30
18.000 - 18.499	1	72,719	0.02	12.200	517	70.00	356	0.00
18.500 - 18.999	1	299,918	0.06	12.750	518	50.00	356	100.00
19.500 - 19.999	1	89,633	0.02	13.950	546	65.00	356	0.00
Total/Weighted Average:	1,286	$ 463,725,248	100.00%	8.205%	634	81.20%	355	49.11%

Life Cap of the Group II Mortgage Loans – ARM Loans

Life Cap (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
3.000 - 3.499	1	$ 247,002	0.05%	9.450%	550	90.00%	356	100.00%
6.000 - 6.499	1,284	463,374,811	99.92	8.204	634	81.19	355	49.07
7.000 - 7.499	1	103,435	0.02	8.300	589	85.00	356	100.00
Total/Weighted Average:	1,286	$ 463,725,248	100.00%	8.205%	634	81.20%	355	49.11%

First Periodic Cap of the Group II Mortgage Loans - ARM Loans

First Periodic Cap (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
2.000 - 2.499	564	$ 211,764,190	45.67%	8.258%	630	81.08%	355	45.95%
3.000 - 3.499	722	251,961,058	54.33	8.160	637	81.29	356	51.77
Total/Weighted Average:	1,286	$ 463,725,248	100.00%	8.205%	634	81.20%	355	49.11%

Periodic Cap of the Group II Mortgage Loans - ARM Loans

Periodic Cap (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
1.000 - 1.499	1	$ 785,962	0.17%	8.600%	599	90.00%	355	100.00%
1.500 - 1.999	1,285	462,939,286	99.83	8.204	634	81.18	355	49.02
Total/Weighted Average:	1,286	$ 463,725,248	100.00%	8.205%	634	81.20%	355	49.11%

Next Rate Adjustment Date of the Group II Mortgage Loans - ARM Loans

Next Rate Adjustment Date	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
December 2007	2	$ 300,757	0.06%	8.309%	593	87.03%	350	100.00%
January 2008	5	2,157,115	0.47	8.376	617	87.09	351	34.75
February 2008	11	4,548,452	0.98	7.871	617	81.80	352	66.59
March 2008	43	16,034,962	3.46	8.645	615	80.03	353	41.83
April 2008	96	39,275,202	8.47	8.097	634	79.84	354	40.18
May 2008	313	113,723,986	24.52	8.267	628	81.65	355	49.78
June 2008	789	275,837,168	59.48	8.184	638	81.18	356	49.18
March 2009	1	660,786	0.14	7.950	607	80.00	353	100.00
April 2009	2	1,386,729	0.30	8.648	641	87.44	354	49.59
May 2009	6	2,867,920	0.62	7.977	632	80.02	355	73.03
June 2009	14	6,083,456	1.31	7.777	645	82.19	356	76.04
May 2011	2	241,934	0.05	9.829	528	58.29	355	100.00
June 2011	2	606,779	0.13	7.396	629	83.18	356	100.00
Total/Weighted Average:	1,286	$ 463,725,248	100.00%	8.205%	634	81.20%	355	49.11%

Aggregate Mortgage Loan Characteristics

The average principal balance of the Mortgage Loans at origination was approximately $215,345. No Mortgage Loan had a principal balance at origination greater than approximately $1,500,000 or less than approximately $15,000. The average principal balance of the Mortgage Loans as of the Cut-off Date was approximately $214,918. No Mortgage Loan had a principal balance as of the Cut-off Date greater than approximately $1,492,441 or less than approximately $11,445.

The Mortgage Loans had Mortgage Rates as of the Cut-off Date ranging from approximately 5.450% per annum to approximately 14.100% per annum, and the weighted average Mortgage Rate was approximately 8.452% per annum. As of the Cut-off Date, the adjustable rate Mortgage Loans had Gross Margins ranging from approximately 3.329% per annum to approximately 6.990% per annum, Minimum Mortgage Rates ranging from approximately 5.450% per annum to approximately 14.100% per annum and Maximum Mortgage Rates ranging from approximately 11.450% per annum to approximately 20.100% per annum. As of the Cut-off Date, the weighted average Gross Margin was approximately 6.069% per annum, the weighted average Minimum Mortgage Rate was approximately 8.344% per annum and the weighted average Maximum Mortgage Rate was approximately 14.344% per annum. The latest next Adjustment Date following the Cut-off Date on any adjustable rate Mortgage Loan occurs on June 1, 2011 and the weighted average next Adjustment Date for all of the adjustable rate Mortgage Loans following the Cut-off Date is May 22, 2008.

The weighted average combined loan-to-value ratio of the Mortgage Loans at origination was approximately 90.05%. At origination, no Mortgage Loan had a combined loan-to-value ratio greater than approximately 100.00% or less than approximately 11.43%.

The weighted average remaining term to stated maturity of the Mortgage Loans was approximately 355 months as of the Cut-off Date. None of the Mortgage Loans had a first due date prior to October 1, 2005 or will have a first due date after July 1, 2006 or will have a remaining term to stated maturity of less than 115 months or greater than 356 months as of the Cut-off Date. The latest maturity date of any Mortgage Loan is June 1, 2036.

As of the Cut-off Date, the weighted average credit score of the Mortgage Loans is approximately 628. No Mortgage Loan had a credit score as of the Cut-off Date greater than 808 or less than 500.

The Mortgage Loans are expected to have the following additional characteristics as of the Cut-off Date (the sum in any column may not equal the total indicated due to rounding):

Product Type of the Mortgage Loans

Product Type	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Balloon 30/40	159	$ 47,075,050	3.83%	7.500%	654	77.93%	355	74.92%
Fixed 10yr	15	962,673	0.08	11.880	635	99.92	116	36.34
Fixed 15yr	97	2,724,893	0.22	10.255	650	94.11	176	64.35
Fixed 20yr	9	926,821	0.08	8.723	641	79.94	235	92.30
Fixed 30yr	1,560	176,353,450	14.36	9.270	650	88.06	356	65.63
ARM 2yr/6mo	2,040	430,021,067	35.02	8.751	607	79.31	355	46.85
ARM 2yr/6mo - IO	436	148,149,380	12.06	7.541	647	81.17	355	82.31
ARM 2yr/6mo - 40yr Amterm	1,343	404,668,153	32.95	8.219	631	80.62	355	45.72
ARM 3yr/6mo	19	5,397,560	0.44	8.779	602	80.73	355	54.93
ARM 3yr/6mo - IO	11	5,058,779	0.41	7.145	658	79.93	356	97.63
ARM 3yr/6mo - 40yr Amterm	15	4,905,110	0.40	8.103	640	83.96	355	72.80
ARM 5yr/6mo	5	829,635	0.07	8.538	585	78.05	356	100.00
ARM 5yr/6mo - 40yr Amterm	5	969,774	0.08	7.771	624	77.41	355	65.46
Total/Weighted Average:	5,714	$1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Lien of the Mortgage Loans

Lien	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
1st	4,426	$1,141,883,294	92.98%	8.249%	626	79.85%	355	55.47%
2nd	1,288	86,159,050	7.02	11.149	653	99.72	348	48.57
Total/Weighted Average:	5,714	$1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Principal Balances at Origination of the Mortgage Loans

Principal Balance at Origination ($)	Number of Mortgage Loans	Aggregate Original Principal Balance	% of Aggregate Original Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
1 - 50,000	558	$ 19,590,578	1.59%	11.256%	643	98.02%	335	59.17%
50,001 - 100,000	1,005	76,193,576	6.19	10.170	630	89.02	353	57.74
100,001 - 150,000	900	111,879,270	9.09	9.173	615	82.51	355	63.23
150,001 - 200,000	855	149,379,911	12.14	8.672	614	79.29	355	60.21
200,001 - 250,000	566	127,544,132	10.37	8.409	615	78.62	355	57.60
250,001 - 300,000	437	120,187,196	9.77	8.272	622	79.92	356	56.32
300,001 - 350,000	367	119,305,962	9.70	8.074	628	80.49	355	52.81
350,001 - 400,000	287	107,399,934	8.73	8.027	636	80.92	355	49.08
400,001 - 450,000	196	83,220,473	6.76	8.068	634	81.12	355	44.68
450,001 - 500,000	177	84,043,346	6.83	7.962	640	80.49	355	46.36
500,001 - 550,000	109	57,091,227	4.64	7.873	648	82.27	354	53.25
550,001 - 600,000	76	43,685,671	3.55	8.123	632	80.06	355	48.56
600,001 - 650,000	55	34,461,963	2.80	8.242	644	81.93	355	47.19
650,001 - 700,000	45	30,536,800	2.48	8.092	643	83.11	355	55.49
700,001 - 750,000	32	23,266,153	1.89	8.291	618	81.40	355	43.53
750,001 - 800,000	26	20,315,722	1.65	7.986	632	77.62	355	57.73
800,001 - 850,000	5	4,204,250	0.34	7.720	660	84.18	356	59.85
850,001 - 900,000	2	1,745,130	0.14	7.098	713	77.48	355	100.00
900,001 - 950,000	2	1,860,000	0.15	6.639	697	79.16	356	100.00
950,001 - 1,000,000	9	8,817,000	0.72	7.077	654	76.16	355	100.00
1,000,001 - 1,050,000	1	1,006,600	0.08	6.500	642	67.11	353	100.00
1,050,001 - 1,100,000	2	2,119,295	0.17	6.825	689	76.53	355	100.00
1,100,001 - 1,150,000	1	1,129,350	0.09	7.750	681	66.35	356	100.00
1,450,001 - 1,500,000	1	1,500,000	0.12	6.950	749	75.00	354	100.00
Total/Weighted Average:	5,714	$1,230,483,540	100.00%	8.452%	628	81.25%	355	54.99%

Remaining Principal Balance of the Mortgage Loans

Remaining Principal Balance ($)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
1 - 50,000	560	$ 19,617,078	1.60%	11.248%	642	97.89%	335	59.38%
50,001 - 100,000	1,005	76,116,978	6.20	10.165	630	88.99	353	57.79
100,001 - 150,000	900	111,729,664	9.10	9.176	615	82.56	355	63.26
150,001 - 200,000	855	149,163,307	12.15	8.669	614	79.27	355	60.10
200,001 - 250,000	567	127,643,353	10.39	8.407	615	78.66	355	57.87
250,001 - 300,000	435	119,503,696	9.73	8.276	622	79.90	356	56.16
300,001 - 350,000	368	119,476,401	9.73	8.078	628	80.51	355	52.67
350,001 - 400,000	287	107,308,108	8.74	8.016	636	80.89	355	49.45
400,001 - 450,000	196	83,173,431	6.77	8.076	634	81.17	355	44.21
450,001 - 500,000	175	82,977,667	6.76	7.958	640	80.44	355	46.32
500,001 - 550,000	109	56,989,500	4.64	7.873	648	82.27	354	53.25
550,001 - 600,000	77	44,213,630	3.60	8.121	632	80.06	355	47.90
600,001 - 650,000	54	33,810,627	2.75	8.247	644	81.96	355	48.03
650,001 - 700,000	46	31,183,582	2.54	8.079	643	83.27	355	56.49
700,001 - 750,000	32	23,267,487	1.89	8.259	620	81.10	355	43.65
750,001 - 800,000	25	19,531,359	1.59	8.041	629	77.53	355	56.11
800,001 - 850,000	5	4,200,360	0.34	7.720	660	84.18	356	59.85
850,001 - 900,000	2	1,743,382	0.14	7.098	713	77.48	355	100.00
900,001 - 950,000	2	1,854,229	0.15	6.639	697	79.16	356	100.00
950,001 - 1,000,000	9	8,804,256	0.72	7.077	654	76.16	355	100.00
1,000,001 - 1,050,000	1	1,000,126	0.08	6.500	642	67.11	353	100.00
1,050,001 - 1,100,000	2	2,112,333	0.17	6.825	689	76.53	355	100.00
1,100,001 - 1,150,000	1	1,129,350	0.09	7.750	681	66.35	356	100.00
1,450,001 - 1,500,000	1	1,492,441	0.12	6.950	749	75.00	354	100.00
Total/Weighted Average:	5,714	$ 1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Original Terms of the Mortgage Loans

Original Term (months)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
120	15	$ 962,673	0.08%	11.880%	635	99.92%	116	36.34%
180	97	2,724,893	0.22	10.255	650	94.11	176	64.35
240	9	926,821	0.08	8.723	641	79.94	235	92.30
360	5,593	1,223,427,958	99.62	8.445	628	81.20	355	54.96
Total/Weighted Average:	5,714	$ 1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Remaining Terms of the Mortgage Loans

Remaining Term (months)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
60 - 119	15	$ 962,673	0.08%	11.880%	635	99.92%	116	36.34%
120 - 179	97	2,724,893	0.22	10.255	650	94.11	176	64.35
180 - 239	9	926,821	0.08	8.723	641	79.94	235	92.30
300 - 359	5,593	1,223,427,958	99.62	8.445	628	81.20	355	54.96
Total/Weighted Average:	5,714	$ 1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Original Loan-to-Value Ratio of the Mortgage Loans

Original Loan-to-Value Ratio (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Less than or equal to 50.00...	114	$ 18,917,733	1.54%	8.951%	583	40.42%	354	55.67%
50.01 - 55.00.........................	44	9,017,350	0.73	8.266	597	52.96	355	65.68
55.01 - 60.00.........................	84	16,869,917	1.37	8.715	591	57.67	356	44.27
60.01 - 65.00.........................	153	34,668,194	2.82	8.747	580	63.73	355	50.83
65.01 - 70.00.........................	197	47,130,856	3.84	8.803	578	68.91	355	53.56
70.01 - 75.00.........................	295	75,912,218	6.18	8.652	584	74.04	355	53.14
75.01 - 80.00.........................	2,366	635,750,403	51.77	8.038	641	79.87	355	47.45
80.01 - 85.00.........................	359	97,805,688	7.96	8.148	614	84.49	355	74.10
85.01 - 90.00.........................	598	149,239,877	12.15	8.446	622	89.69	355	74.73
90.01 - 95.00.........................	195	39,088,022	3.18	8.652	636	94.66	354	70.31
95.01 - 100.00.......................	1,309	103,642,086	8.44	10.688	653	99.92	350	53.10
Total/Weighted Average:	5,714	$ 1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Original Combined Loan-to-Value Ratio of the Mortgage Loans

Original Combined Loan-to-Value Ratio (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	(%) of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Less than or equal to 50.00.....	111	$ 18,383,068	1.50%	8.946%	584	40.42%	354	56.56%
50.01 - 55.00...........................	45	8,821,976	0.72	8.211	600	52.53	355	62.65
55.01 - 60.00...........................	80	15,773,843	1.28	8.782	584	57.55	356	45.86
60.01 - 65.00...........................	154	35,196,476	2.87	8.765	579	63.54	355	51.57
65.01 - 70.00...........................	188	44,273,475	3.61	8.814	575	68.93	355	53.83
70.01 - 75.00...........................	283	70,320,204	5.73	8.730	579	73.92	355	51.30
75.01 - 80.00...........................	473	123,191,933	10.03	8.385	595	79.42	355	56.94
80.01 - 85.00...........................	284	80,036,824	6.52	8.171	613	84.13	355	70.44
85.01 - 90.00...........................	495	127,942,143	10.42	8.394	622	88.67	355	70.93
90.01 - 95.00...........................	327	79,423,973	6.47	8.389	634	88.75	355	68.50
95.01 - 100.00.........................	3,274	624,678,431	50.87	8.427	652	83.66	355	48.41
Total/Weighted Average:	5,714	$ 1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Mortgage Rate of the Mortgage Loans

Mortgage Rate (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
5.000 - 5.499	1	$ 488,000	0.04%	5.450%	665	80.00%	356	100.00%
5.500 - 5.999	32	11,066,049	0.90	5.894	669	75.61	355	98.40
6.000 - 6.499	77	28,150,001	2.29	6.281	679	77.74	352	98.36
6.500 - 6.999	312	107,845,417	8.78	6.779	665	78.20	355	91.94
7.000 - 7.499	407	118,540,486	9.65	7.261	647	79.33	355	82.70
7.500 - 7.999	793	231,182,298	18.83	7.765	639	80.45	355	61.66
8.000 - 8.499	683	179,985,321	14.66	8.267	635	81.79	355	42.64
8.500 - 8.999	887	224,208,119	18.26	8.745	620	81.41	355	37.18
9.000 - 9.499	513	111,941,336	9.12	9.244	600	80.87	355	38.98
9.500 - 9.999	601	91,949,744	7.49	9.742	582	81.14	355	50.35
10.000 - 10.499	289	31,124,127	2.53	10.194	589	84.03	354	53.59
10.500 - 10.999	293	30,197,337	2.46	10.745	611	86.75	353	20.43
11.000 - 11.499	344	25,759,427	2.10	11.250	629	91.96	349	37.08
11.500 - 11.999	131	13,205,462	1.08	11.765	589	80.46	353	50.56
12.000 - 12.499	122	8,752,134	0.71	12.208	595	89.64	350	55.17
12.500 - 12.999	176	10,398,185	0.85	12.680	619	97.82	343	23.73
13.000 - 13.499	45	2,800,482	0.23	13.083	628	99.80	334	0.98
13.500 - 13.999	7	378,470	0.03	13.807	614	90.67	337	20.88
14.000 - 14.499	1	69,949	0.01	14.100	532	50.00	356	0.00
Total/Weighted Average:	5,714	$ 1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

FICO Score at Origination of the Mortgage Loans

FICO Score at Origination	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
500	9	$ 1,528,866	0.12%	9.925%	500	72.19%	355	75.53%
501 - 520	261	54,755,660	4.46	9.817	510	72.07	355	62.08
521 - 540	273	60,518,657	4.93	9.443	531	72.32	355	56.84
541 - 560	264	55,519,380	4.52	9.092	551	77.15	355	66.55
561 - 580	295	62,726,143	5.11	8.823	571	79.51	355	68.05
581 - 600	489	99,552,672	8.11	8.481	590	81.86	354	75.67
601 - 620	596	127,890,872	10.41	8.356	611	82.29	355	64.78
621 - 640	1,199	238,073,072	19.39	8.520	630	82.96	355	44.83
641 - 660	910	193,137,541	15.73	8.198	649	82.69	355	49.25
661 - 680	654	141,009,442	11.48	8.118	669	83.46	355	52.19
681 - 700	360	83,705,024	6.82	7.939	689	82.57	354	48.81
701 - 720	184	52,918,331	4.31	7.801	709	81.40	355	49.98
721 - 740	118	28,953,453	2.36	7.985	730	83.87	354	42.29
741 - 760	49	14,603,285	1.19	7.966	749	81.33	355	43.45
761 - 780	32	7,564,921	0.62	7.952	769	80.67	355	40.17
781 - 800	18	4,848,413	0.39	7.715	786	81.00	355	58.41
Greater than or equal to 801	3	736,613	0.06	7.045	803	91.49	355	100.00
Total/Weighted Average:	5,714	$ 1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Documentation Type of the Mortgage Loans

Documentation Type	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Full/Alt	3,281	$ 675,299,928	54.99%	8.083%	622	81.91%	355	100.00%
Stated Income/Verified Assets	285	68,482,526	5.58	9.297	603	86.47	355	0.00
Stated/Stated Documentation	2,148	484,259,891	39.43	8.848	640	79.58	355	0.00
Total/Weighted Average:	5,714	$1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Occupancy Status of the Mortgage Loans

Occupancy Status	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Owner-Occupied	5,337	$ 1,157,576,349	94.26%	8.426%	628	81.30%	355	54.23%
Investor	353	64,196,415	5.23	8.932	635	80.24	355	67.80
2nd Home	24	6,269,580	0.51	8.324	643	82.22	356	64.16
Total/Weighted Average:	5,714	$ 1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Loan Purpose of the Mortgage Loans

Loan Purpose	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Purchase	3,294	$ 650,451,541	52.97%	8.509%	649	83.81%	355	46.03%
Refinance - Cash Out	2,343	559,097,669	45.53	8.387	605	78.27	355	64.71
Refinance - Rate/Term	77	18,493,135	1.51	8.442	617	80.79	350	76.22
Total/Weighted Average:	5,714	$ 1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Property Type of the Mortgage Loans

Property Type	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
Single Family	4,535	$ 954,083,398	77.69%	8.423%	626	80.92%	355	56.27%
2-4 Family	559	151,752,409	12.36	8.433	646	80.87	354	40.29
Condominium	433	80,273,853	6.54	8.604	634	81.83	355	58.30
PUD	179	41,019,178	3.34	8.876	592	88.88	355	72.87
Townhouse	8	913,506	0.07	9.439	615	93.48	344	68.86
Total/Weighted Average:	5,714	$ 1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Geographic Distribution of the Mortgage Loans

Geographic Distribution	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
California	1,011	$ 306,979,620	25.00%	8.140%	640	81.13%	355	55.88%
Florida	1,084	198,231,762	16.14	8.637	618	80.46	355	54.29
New York	469	149,261,920	12.15	8.265	639	80.42	355	40.17
New Jersey	313	76,045,633	6.19	8.798	626	80.44	355	44.05
Maryland	362	75,450,381	6.14	8.592	617	80.91	355	64.55
Illinois	319	54,522,571	4.44	8.873	630	82.79	354	50.52
Virginia	175	41,017,228	3.34	8.513	620	80.85	355	57.13
Massachusetts	145	35,400,636	2.88	8.621	616	81.93	356	51.00
Georgia	272	34,362,245	2.80	8.596	624	83.73	353	66.18
Arizona	125	23,303,569	1.90	8.241	626	82.23	355	66.26
Connecticut	91	19,009,426	1.55	8.725	631	82.50	355	36.77
Hawaii	63	18,960,176	1.54	8.136	646	79.60	355	41.53
Washington	94	18,302,220	1.49	8.045	628	81.86	355	75.24
Texas	117	17,990,042	1.46	8.377	625	80.57	354	61.87
Nevada	66	15,916,163	1.30	8.514	622	81.85	355	45.41
Pennsylvania	114	15,194,580	1.24	9.074	600	80.70	355	61.76
Minnesota	78	14,293,319	1.16	8.292	619	81.57	354	77.31
Michigan	112	13,191,697	1.07	9.026	615	82.94	354	61.44
Colorado	82	13,091,262	1.07	8.103	628	83.43	356	89.58
North Carolina	105	12,105,342	0.99	8.737	612	84.59	354	79.08
District of Columbia	40	10,951,677	0.89	8.513	631	79.09	356	39.80
Ohio	65	8,304,100	0.68	8.508	625	85.98	353	72.58
Wisconsin	54	6,055,327	0.49	9.165	622	85.28	353	65.57
Rhode Island	25	5,400,102	0.44	8.319	613	80.65	355	61.79
South Carolina	43	5,335,242	0.43	8.894	602	83.28	350	76.94
Indiana	47	5,257,245	0.43	8.990	613	84.35	353	62.96
Oregon	29	5,025,455	0.41	7.991	622	80.35	356	84.16
Tennessee	37	4,701,251	0.38	8.165	636	83.34	355	85.63
Missouri	47	4,416,211	0.36	9.614	611	82.75	352	49.11
New Mexico	19	3,594,439	0.29	8.071	626	83.18	355	86.83
Idaho	25	3,496,715	0.28	8.468	610	82.97	353	65.26
New Hampshire	16	2,904,528	0.24	8.777	562	80.01	355	77.09
Utah	14	2,696,641	0.22	7.772	654	84.90	338	85.65
Delaware	13	2,088,127	0.17	9.416	570	81.88	354	43.26
West Virginia	10	1,258,064	0.10	8.928	580	82.08	355	75.01
Oklahoma	6	763,893	0.06	9.007	604	84.78	356	34.56
Kentucky	6	686,386	0.06	9.020	655	89.08	321	79.72
Arkansas	5	558,769	0.05	8.753	575	82.82	354	76.55
Maine	2	465,919	0.04	8.949	607	89.98	356	64.42
Kansas	4	452,919	0.04	8.856	575	87.00	355	100.00
Vermont	3	387,617	0.03	8.933	602	70.39	355	0.00
Iowa	5	372,287	0.03	8.968	595	86.82	345	100.00
Nebraska	2	239,637	0.02	8.095	619	84.12	354	100.00
Total/Weighted Average:	5,714	$ 1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Original Prepayment Penalty Term of the Mortgage Loans

Original Prepayment Penalty Term (mos.)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
No Prepayment Penalty.........	2,241	$ 475,713,716	38.74%	8.679%	629	81.74%	355	48.71%
12	313	88,938,459	7.24	8.253	640	80.29	354	57.06
24	2,462	513,105,637	41.78	8.461	622	81.11	355	55.80
30	5	1,035,424	0.08	7.885	632	85.16	356	100.00
36	693	149,249,108	12.15	7.818	638	80.69	354	70.69
Total/Weighted Average:	5,714	$ 1,228,042,345	100.00%	8.452%	628	81.25%	355	54.99%

Margin of the Mortgage Loans - ARM Loans

Margin (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
3.000 - 3.499.............................	4	$ 1,659,999	0.17%	5.577%	657	80.00%	356	100.00%
3.500 - 3.999.............................	17	5,785,176	0.58	5.891	653	77.46	355	88.95
4.000 - 4.499.............................	76	27,671,160	2.77	6.487	666	80.27	355	100.00
4.500 - 4.999.............................	245	76,422,022	7.64	6.930	656	79.47	355	88.82
5.000 - 5.499.............................	477	140,431,405	14.04	7.464	643	80.09	355	79.23
5.500 - 5.999.............................	647	184,003,979	18.40	7.921	635	80.69	356	51.63
6.000 - 6.499.............................	717	196,662,625	19.67	8.416	633	81.62	355	38.60
6.500 - 6.999.............................	1,691	367,363,092	36.74	9.339	593	79.29	355	37.24
Total/Weighted Average:	3,874	$ 999,999,458	100.00%	8.344%	623	80.15%	355	52.13%

Minimum Rate of the Mortgage Loans - ARM Loans

Minimum Rate (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
5.000 - 5.499...........................	1	$ 488,000	0.05%	5.450%	665	80.00%	356	100.00%
5.500 - 5.999...........................	18	6,041,304	0.60	5.815	646	79.19	355	97.07
6.000 - 6.499...........................	39	13,712,889	1.37	6.302	669	79.39	355	96.63
6.500 - 6.999...........................	205	69,703,461	6.97	6.809	662	79.42	355	93.32
7.000 - 7.499...........................	343	101,905,701	10.19	7.264	646	79.90	356	82.30
7.500 - 7.999...........................	688	202,801,075	20.28	7.764	638	80.65	355	60.27
8.000 - 8.499...........................	630	168,971,476	16.90	8.270	635	81.78	355	41.12
8.500 - 8.999...........................	821	211,607,358	21.16	8.744	620	81.41	355	35.19
9.000 - 9.499...........................	474	106,399,748	10.64	9.242	599	80.64	355	37.48
9.500 - 9.999...........................	364	73,456,609	7.35	9.729	564	77.65	355	41.93
10.000 - 10.499.......................	123	18,129,152	1.81	10.205	551	75.68	355	34.04
10.500 - 10.999.......................	78	12,854,685	1.29	10.690	543	73.11	355	21.61
11.000 - 11.499.......................	32	4,982,885	0.50	11.204	543	65.14	355	38.00
11.500 - 11.999.......................	39	6,179,018	0.62	11.724	541	60.26	355	60.05
12.000 - 12.499.......................	15	2,247,303	0.22	12.206	533	63.71	355	45.69
12.500 - 12.999.......................	2	359,212	0.04	12.733	517	51.61	356	100.00
13.500 - 13.999.......................	1	89,633	0.01	13.950	546	65.00	356	0.00
14.000 - 14.499.......................	1	69,949	0.01	14.100	532	50.00	356	0.00
Total/Weighted Average:	3,874	$ 999,999,458	100.00%	8.344%	623	80.15%	355	52.13%

Maximum Rate of the Mortgage Loans - ARM Loans

Maximum Rate (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
11.000 - 11.499	1	$ 488,000	0.05%	5.450%	665	80.00%	356	100.00%
11.500 - 11.999	18	6,041,304	0.60	5.815	646	79.19	355	97.07
12.000 - 12.499	40	13,959,891	1.40	6.357	667	79.57	355	96.69
12.500 - 12.999	204	69,527,652	6.95	6.803	662	79.40	355	93.31
13.000 - 13.499	343	101,905,701	10.19	7.264	646	79.90	356	82.30
13.500 - 13.999	687	202,680,106	20.27	7.764	638	80.65	355	60.25
14.000 - 14.499	629	168,868,041	16.89	8.269	635	81.78	355	41.09
14.500 - 14.999	822	211,728,327	21.17	8.743	620	81.41	355	35.23
15.000 - 15.499	475	106,431,991	10.64	9.241	599	80.64	355	37.50
15.500 - 15.999	364	73,456,609	7.35	9.729	564	77.65	355	41.93
16.000 - 16.499	121	17,777,208	1.78	10.201	551	75.76	355	34.71
16.500 - 16.999	79	12,972,220	1.30	10.688	544	73.08	355	21.42
17.000 - 17.499	33	5,217,294	0.52	11.166	543	65.47	355	36.29
17.500 - 17.999	39	6,179,018	0.62	11.724	541	60.26	355	60.05
18.000 - 18.499	15	2,247,303	0.22	12.206	533	63.71	355	45.69
18.500 - 18.999	2	359,212	0.04	12.733	517	51.61	356	100.00
19.500 - 19.999	1	89,633	0.01	13.950	546	65.00	356	0.00
20.000 - 20.499	1	69,949	0.01	14.100	532	50.00	356	0.00
Total/Weighted Average:	3,874	$ 999,999,458	100.00%	8.344%	623	80.15%	355	52.13%

Life Cap of the Mortgage Loans - ARM Loans

Life Cap (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
3.000 - 3.499	1	$ 247,002	0.02%	9.450%	550	90.00%	356	100.00%
5.500 - 5.999	3	575,118	0.06	8.825	641	95.73	356	100.00
6.000 - 6.499	3,867	998,718,525	99.87	8.343	623	80.14	355	52.09
7.000 - 7.499	3	458,813	0.05	9.163	555	77.20	354	48.91
Total/Weighted Average:	3,874	$ 999,999,458	100.00%	8.344%	623	80.15%	355	52.13%

First Periodic Cap of the Mortgage Loans - ARM Loans

First Periodic Cap (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
2.000 - 2.499	1,674	$ 443,014,972	44.30%	8.417%	619	80.00%	355	50.21%
3.000 - 3.499	2,200	556,984,486	55.70	8.286	626	80.27	356	53.66
Total/Weighted Average:	3,874	$ 999,999,458	100.00%	8.344%	623	80.15%	355	52.13%

Periodic Cap of the Mortgage Loans - ARM Loans

Periodic Cap (%)	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
1.000 - 1.499	1	$ 785,962	0.08%	8.600%	599	90.00%	355	100.00%
1.500 - 1.999	3,873	999,213,496	99.92	8.344	623	80.14	355	52.09
Total/Weighted Average:	3,874	$ 999,999,458	100.00%	8.344%	623	80.15%	355	52.13%

Next Rate Adjustment Date of the Mortgage Loans - ARM Loans

Next Rate Adjustment Date	Number of Mortgage Loans	Aggregate Remaining Principal Balance	% of Aggregate Remaining Principal Balance	Weighted Average Mortgage Rate (%)	Nonzero Weighted Average FICO	Weighted Average Original LTV (%)	Weighted Average Stated Remaining Term (Months)	Full/Alt Doc (%)
September 2007	1	$ 246,070	0.02%	7.850%	568	90.00%	347	100.00%
December 2007	5	780,550	0.08	8.531	574	75.92	350	59.10
January 2008	14	3,835,051	0.38	8.452	614	82.57	351	37.07
February 2008	54	12,316,816	1.23	8.759	588	77.06	352	60.58
March 2008	130	31,692,995	3.17	8.703	607	79.60	353	52.28
April 2008	275	78,672,705	7.87	8.305	626	80.02	354	43.11
May 2008	943	244,682,373	24.47	8.381	620	80.59	355	53.08
June 2008	2,397	610,612,040	61.06	8.315	626	80.04	356	52.15
March 2009	2	730,738	0.07	8.097	603	80.96	353	100.00
April 2009	3	1,574,480	0.16	8.684	645	86.55	354	43.67
May 2009	13	4,046,084	0.40	8.306	616	81.42	355	73.73
June 2009	27	9,010,148	0.90	7.777	640	80.69	356	78.50
February 2011	1	50,338	0.01	10.200	670	90.00	352	100.00
March 2011	1	90,143	0.01	9.850	595	82.05	353	100.00
May 2011	3	427,115	0.04	8.776	568	63.37	355	56.64
June 2011	5	1,231,814	0.12	7.688	618	81.86	356	87.84
Total/Weighted Average:	3,874	$ 999,999,458	100.00%	8.344%	623	80.15%	355	52.13%

The Index on the Mortgage Loans

All of the adjustable-rate Mortgage Loans will adjust semi-annually based on Six-Month LIBOR. Six-Month LIBOR will be a per annum rate equal to the average of interbank offered rates for six-month U.S. dollar-denominated deposits in the London market based on quotations of major banks as published in The Wall Street Journal and are most recently available as of the time specified in the related mortgage note.

Listed below are historical values of certain average yields, which are related to Six-Month LIBOR. The monthly averages shown are intended only to provide an historical summary of the movements in Six-Month LIBOR and may not be indicative of future rates. The values shown below have been obtained from Bloomberg L.P. and may not be identical to Six-Month LIBOR as published by a different source for the same period.

	Six-Month LIBOR					
	2001	2002	2003	2004	2005	2006
January	5.26250%	2.03375%	1.34875%	1.21375%	2.96000%	4.81000%
February	4.90750	2.03000	1.34000	1.17000	3.16000	4.99000
March	4.71000	2.33000	1.23125	1.16000	3.40000	5.14000
April	4.30250	2.12000	1.29000	1.38000	3.40875	5.22000
May	3.98000	2.08000	1.21375	1.57750	3.53750	5.33000
June	3.90875	1.95625	1.11938	1.94000	3.71000	5.58938
July	3.68875	1.87000	1.14625	1.98000	3.92375	5.51000
August	3.45250	1.79500	1.19750	1.99000	4.05500	5.43125
September	2.52250	1.71000	1.18000	2.19625	4.23063	5.37000
October	2.14625	1.60000	1.23000	2.31250	4.46625	
November	2.03000	1.46875	1.25875	2.63500	4.60063	
December	1.98125	1.38000	1.22000	2.78063	4.70000	

In the event that the Index specified in a mortgage note is no longer available, an index that is based on comparable information will be selected by the related servicer, to the extent that it is permissible under the terms of the related Mortgage and mortgage note.

The Originator

All of the Mortgage Loans were originated by Fremont Investment & Loan ("Fremont"). The information in this section has been provided to the depositor by Fremont.

Fremont is a California industrial bank headquartered in Brea, California. Fremont currently operates wholesale residential real estate loan production offices located in Anaheim, California; Concord, California; Downers Grove, Illinois; Westchester County, New York; and Tampa, Florida. Fremont conducts business in 45 states and the District of Columbia and its primary source of originations is through licensed mortgage brokers.

Established in 1937, Fremont is currently engaged in the business of residential sub-prime real estate lending and commercial real estate lending. Acquired in 1990, Fremont is an indirect subsidiary of Fremont General Corporation, a financial services holding company listed on the New York Stock Exchange. As of June 30, 2006, Fremont had approximately $12.65 billion in

assets, approximately $11.06 billion in liabilities and approximately $1.59 billion in equity. As part of its residential subprime mortgage loan origination program, Fremont either

- sells its mortgage loans to third parties in whole loan sales transactions,
- transfers such loans in connection with a securitization, or
- retains the loans for long term investment.

Originations

Fremont has been originating sub-prime residential mortgage loans since May 1994 and substantially all of its residential mortgage loan originations consist of sub-prime mortgage loans. Fremont's sub-prime residential originations totaled approximately $6.94 billion, $13.74 billion, $23.91 billion and $36.24 billion for the years ended 2002, 2003, 2004 and 2005, respectively, and approximately $18.08 billion for the first six months ended June 30, 2006.

Underwriting Guidelines

All of the mortgage loans were originated or acquired by Fremont, generally in accordance with the underwriting criteria described in this section. The following is a summary of the underwriting guidelines believed by the depositor to have been applied, with some variation, by Fremont. This summary does not purport to be a complete description of the underwriting guidelines of Fremont.

Substantially all of the mortgage loans originated by Fremont are based on loan application packages submitted through licensed mortgage brokers. These brokers must meet minimum standards set by Fremont based on an analysis of the following information submitted with an application for approval: applicable state lending license (in good standing), signed broker application and agreement, and signed broker authorization. Once approved, licensed mortgage brokers are eligible to submit loan application packages in compliance with the terms of a signed broker agreement.

Mortgage loans are underwritten in accordance with Fremont's current underwriting programs, referred to as the Scored Programs ("**Scored Programs**"), subject to various exceptions as described in this section. Fremont began originating mortgage loans pursuant to Scored Programs in 2001 and the Scored Programs have been the exclusive type of origination programs beginning in 2004. Fremont's underwriting guidelines are primarily intended to assess the ability and willingness of the borrower to repay the debt and to evaluate the adequacy of the mortgaged property as collateral for the mortgage loan. The Scored Programs assess the risk of default by using Credit Scores obtained from third party credit repositories along with, but not limited to, past mortgage payment history, seasoning on bankruptcy and/or foreclosure and loan-to-value ratios as an aid to, not a substitute for, the underwriter's judgment. All of the mortgage loans in the mortgage pool were underwritten with a view toward the resale of the mortgage loans in the secondary mortgage market.

The Scored Programs were developed to simplify the origination process. In contrast to assignment of credit grades according to traditional non-agency credit assessment methods, i.e., mortgage and other credit delinquencies, the Scored Programs rely upon a borrower's Credit Score, mortgage payment history and seasoning on any bankruptcy/foreclosure initially to determine a borrower's likely future credit performance. Licensed mortgage brokers are able to access Credit

Scores at the initial phases of the loan application process and use the Credit Score to determine the interest rates a borrower may qualify for based upon Fremont's Scored Programs risk-based pricing matrices. Final loan terms are subject to approval by Fremont.

Under the Scored Programs, Fremont requires credit reports for each borrower, using the Credit Score of the primary borrower (the borrower with the highest percentage of total income) to determine program eligibility. Credit Scores must be requested from each national credit repository. For the purpose of determining program eligibility,

- if Credit Scores are available from all three credit repositories, the middle of the three Credit Scores is used,
- if Credit Scores are available from only two of the repositories, the lower of the two Credit Scores is used, and
- if a single Credit Score is available, the single Credit Score will be used; however, potential borrowers with a single Credit Score will not qualify for loan amounts in excess of $800,000, loans with loan-to-value ratios in excess of 90% or 80% (depending on type of program) and second mortgage loans with loan-to-value ratios in excess of 5%.

Generally, the minimum applicable Credit Score allowed is 500, however borrowers with no Credit Scores are not automatically rejected and may be eligible for certain loan programs in appropriate circumstances.

All of the mortgage loans were underwritten by Fremont's underwriters having the appropriate approval authority. Each underwriter is granted a level of authority commensurate with their proven judgment, experience and credit skills. On a case by case basis, Fremont may determine that, based upon compensating factors, a prospective mortgagor not strictly qualifying under the underwriting risk category guidelines described below is nonetheless qualified to receive a loan, i.e., an underwriting exception. Compensating factors may include, but are not limited to, low loan-to-value ratio, low debt to income ratio, substantial liquid assets, good credit history, stable employment and time in residence at the applicant's current address. It is expected that a substantial portion of the mortgage loans may represent such underwriting exceptions.

There are three documentation types, Full Documentation ("**Full Documentation**"), Easy Documentation ("**Easy Documentation**") and Stated Income ("**Stated Income**"). Fremont's underwriters verify the income of each applicant under various documentation types as follows: under Full Documentation, applicants are generally required to submit verification of stable income for the periods of one to two years preceding the application dependent on credit profile; under Easy Documentation, the borrower is qualified based on verification of adequate cash flow by means of personal or business bank statements; under Stated Income, applicants are qualified based on monthly income as stated on the mortgage application. The income is not verified under the Stated Income program; however, the income stated must be reasonable and customary for the applicant's line of work.

Fremont originates loans secured by 1-4 unit residential properties made to eligible borrowers with a vested fee simple (or in some cases a leasehold) interest in the property. Fremont's underwriting guidelines are applied in accordance with a procedure which complies with applicable federal and state laws and regulations and require an appraisal of the mortgaged property, and if

appropriate, a review appraisal. Generally, initial appraisals are provided by qualified independent appraisers licensed in their respective states. Review appraisals may only be provided by appraisers approved by Fremont. In some cases, Fremont relies on a statistical appraisal methodology provided by a third-party. Qualified independent appraisers must meet minimum standards of licensing and provide errors and omissions insurance in states where it is required to become approved to do business with Fremont. Each uniform residential appraisal report includes a market data analysis based on recent sales of comparable homes in the area and, where deemed appropriate, replacement cost analysis based on the current cost of constructing a similar home. The review appraisal may be a desk review, field review or an automated valuation report that confirms or supports the original appraiser's value of the mortgaged premises.

Fremont requires title insurance on all first mortgage loans, which are secured by liens on real property. Fremont also requires that fire and extended coverage casualty insurance be maintained on the secured property in an amount at least equal to the principal balance of the related loan or the replacement cost of the property, whichever is less.

Fremont conducts a number of quality control procedures, including a post-funding review as well as a full re-underwriting of a random selection of loans to assure asset quality. Under the funding review, all loans are reviewed to verify credit grading, documentation compliance and data accuracy. Under the asset quality procedure, a random selection of each month's originations is reviewed. The loan review confirms the existence and accuracy of legal documents, credit documentation, appraisal analysis and underwriting decision. A report detailing review findings and level of error is sent monthly to each loan production office for response. The review findings and branch responses are then reviewed by Fremont's senior management. Adverse findings are tracked monthly. This review procedure allows Fremont to assess programs for potential guideline changes, program enhancements, appraisal policies, areas of risk to be reduced or eliminated and the need for additional staff training.

Balloon Loans. The majority of loans originated by Fremont provide for the full amortization of the principal amount on the final maturity date. Beginning in September 2005, Fremont began originating certain mortgage loans that do not provide for full amortization prior to maturity, where the payment of any remaining unamortized principal balance is due in a single or balloon payment at maturity. These balloon loans originated by Fremont provide for amortization of principal based on a 40 year period with a term to maturity of 30 years ("**40/30 Loans**").

Second Lien Mortgage Loans. Fremont currently has two programs for the origination of second lien mortgage loans. The current programs are limited to loans that are originated contemporaneously with the origination of a loan secured by a first lien. The first program allows for loans with up to 5% loan to value and maximum combined loan to values of 95%. This program is limited to borrowers with minimum Credit Scores of 600, credit grades of at least "C" and debt to income ratios not greater than 50%. Permissible loan balances for this program are from $15,000 to $44,444. The maximum term on these loans is 10 to 30 years; provided, that a 15 year amortization term is available only for Full Documentation or Easy Documentation loans with an original loan balance of $15,000 or greater. Terms over 15 years are available only for Full Documentation or Easy Documentation loans with an original loan balance of $25,000 or greater. Loans under this program are available for "owner occupied" or "non-owner occupied" properties.

The second program is for borrowers with minimum Credit Scores of 600. This program allows for loans of up to 20% loan to value and 100% maximum combined loan to values

and is limited to borrowers in credit grades of "A+" and "A" and debt ratios not greater than 50%. Permissible loan balances for this program are from $15,000 to $200,000. Combined loan balances (first and second lien mortgage loans) of up to $1,000,000 are allowed to borrowers under Full Documentation that have Credit Scores of 600 and greater or Stated Documentation loans that have Credit Scores of 640 and greater. In addition, permissible loan balances from $15,000 to $250,000 are allowed for Full Documentation borrowers with Credit Scores of 640 or greater. Combined loan balances (first and second lien mortgage loans) of up to $1,250,000 are allowed. The loans are available with amortization terms of 10, 15, 20 and 30 years, however loan balances must be at least $25,000 to qualify for an amortization term of 20 years or longer. Rural properties and properties in Alaska are not allowed under this program.

Fremont recently discontinued an additional second lien mortgage program that was a stand alone program for borrowers with Credit Scores in excess of 580. This program allowed for loans of 20% loan to value and 100% maximum combined loan to values and was limited to borrowers in credit grades of "A+" and "A" and debt ratios not greater than 50%. Permissible loan balances for this program were from $10,000 to $125,000. Combined loan balances (first and second lien mortgage loans) of up to $625,000 were allowed to borrowers under Full Documentation loans that had Credit Scores of 620 and greater. The limit on the combined loan balance was $500,000 for Stated Income loans; provided that no Stated Income loan may have been a borrower with a Credit Score of less than 620. The loans were available with amortization terms of 10, 15, 20 and 30 years, however loan balances must have been at least $25,000 to qualify for a 20 year amortization term and at least $50,000 for a 30 year amortization term. Rural properties and properties in Alaska were not allowed under this program.

Risk Categories

Fremont's underwriting guidelines under the Scored Programs with respect to each rating category generally require:

- debt to income ratios of 55% or less on mortgage loans with loan-to-value ratios of 90% or less, however, debt to income ratios of 50% or less are required on loan-to-value ratios greater than 90%;
- applicants have a Credit Score of at least 500;
- that no liens or judgments affecting title may remain open after the funding of the loan, other than liens in favor of the internal revenue service that are subordinated to the loan; and
- that any collection, charge-off, or judgment not affecting title that is less than 1 year old must be paid in connection with closing if either its balance is greater than $1,000 or the aggregate balances of all such collections, charge-offs or judgments are greater than $2,500.

In addition, the various risk categories generally have the following criteria for borrower eligibility:

"A+." Under the "A+" category, an applicant must have no 30-day late mortgage payments within the last 12 months and it must be at least 24 months since discharge of any Chapter 7 or Chapter 13 bankruptcy and/or foreclosure. The maximum loan-to-value ratio is 100% with a

minimum Credit Score of 600. The maximum permitted loan-to-value ratio is reduced for: reduced income documentation, non-owner occupied properties, properties with 3-4 units, or properties with rural characteristics.

"A." Under the "A" category, an applicant must have not more than one 30-day late mortgage payment within the last 12 months and it must be at least 24 months since discharge of any Chapter 7 or Chapter 13 bankruptcy and/or foreclosure. The maximum loan-to-value ratio is 100% with a minimum Credit Score of 600. The maximum permitted loan-to-value ratio is reduced for: reduced income documentation, non-owner occupied properties, properties with 3-4 units, or properties with rural characteristics.

"A-." Under the "A-" category, an applicant must have not more than three 30-day late mortgage payments within the last 12 months and it must be at least 24 months since discharge of any Chapter 7 or Chapter 13 bankruptcy and/or foreclosure. The maximum loan-to-value ratio is 90% with a minimum Credit Score of 550. The maximum permitted loan-to-value ratio is reduced for: reduced income documentation, non-owner occupied properties, properties with 3-4 units, or properties with rural characteristics.

"B." Under the "B" category, an applicant must have not more than one 60-day late mortgage payment within the last 12 months and it must be at least 18 months since discharge of any Chapter 7 or Chapter 13 bankruptcy and/or foreclosure. The maximum loan-to-value ratio is 90% with a Credit Score of 550. The maximum permitted loan-to-value ratio is reduced for: reduced income documentation, non-owner occupied properties, properties with 3-4 units, or properties with rural characteristics.

"C." Under the "C" category, an applicant must have not more than one 90-day late mortgage payment within the last 12 months and it must be at least 12 months since discharge of any Chapter 7 or Chapter 13 bankruptcy and/or foreclosure. The maximum permitted loan-to-value ratio is 85% with a minimum Credit Score of 580. The maximum permitted loan-to-value ratio is reduced for: reduced income documentation, non-owner occupied properties, properties with 3-4 units, or properties with rural characteristics.

"C-." Under the "C-" category, an applicant must not be more than 150 days delinquent with respect to its current mortgage payment and it must not be subject of a Chapter 7 or Chapter 13 bankruptcy and/or foreclosure. The maximum permitted loan-to-value ratio is 70% with a minimum Credit Score of 500. The maximum permitted loan-to-value ratio is reduced for: reduced income documentation, non-owner occupied properties, properties with 3-4 units, or properties with rural characteristics.

"D." Under the "D" category, an applicant must not be more than 180 days delinquent with respect to its current mortgage payment. Any Chapter 7 or Chapter 13 bankruptcy proceedings and/or foreclosure actions must be paid in connection with closing. The maximum permitted loan-to-value ratio is 65% with a minimum Credit Score of 500. The maximum permitted loan-to-value ratio is reduced to 60% if the property is currently subject to foreclosure proceedings.

Underwriting Standards of the Sponsor

All of the Mortgage Loans have been purchased by the sponsor from the Originator and were originated generally in accordance with the underwriting criteria described in this section.

All of the Mortgage Loans are "conventional mortgage loans" (i.e., loans which are not insured by the Federal Housing Authority ("FHA") or partially guaranteed by the Department of Veteran Affairs ("VA")).

The underwriting standards applicable to the Mortgage Loans typically differ from, and are, with respect to a substantial number of Mortgage Loans, generally less stringent than, the underwriting standards established by Fannie Mae or Freddie Mac primarily with respect to original principal balances, loan-to-value ratios, borrower income, credit score, required documentation, interest rates, borrower occupancy of the mortgaged property, and/or property types. To the extent the programs reflect underwriting standards different from those of Fannie Mae and Freddie Mac, the performance of the Mortgage Loans thereunder may reflect higher delinquency rates and/or credit losses. In addition, certain exceptions to the underwriting standards described in this prospectus supplement are made in the event that compensating factors are demonstrated by a prospective borrower.

Generally, each borrower will have been required to complete an application designed to provide to the original lender pertinent credit information concerning the borrower. As part of the description of the borrower's financial condition, the borrower generally will have furnished certain information with respect to its assets, liabilities, income (except as described below), credit history, employment history and personal information, and furnished an authorization to apply for a credit report which summarizes the borrower's credit history with local merchants and lenders and any record of bankruptcy. The borrower may also have been required to authorize verifications of deposits at financial institutions where the borrower had demand or savings accounts. In the case of investment properties and two- to four-unit dwellings, income derived from the mortgaged property may have been considered for underwriting purposes, in addition to the income of the borrower from other sources. With respect to mortgaged properties consisting of vacation or second homes, no income derived from the property generally will have been considered for underwriting purposes. In the case of certain borrowers with acceptable compensating factors, income and/or assets may not be required to be stated (or verified) in connection with the loan application.

Based on the data provided in the application and certain verifications (if required), a determination is made by the original lender that the borrower's monthly income (if required to be stated) will be sufficient to enable the borrower to meet their monthly obligations on the mortgage loan and other expenses related to the property such as property taxes, utility costs, standard hazard insurance and other fixed obligations other than housing expenses. Generally, scheduled payments on a mortgage loan during the first year of its term plus taxes and insurance and all scheduled payments on obligations that extend beyond ten months equal no more than a specified percentage not in excess of 60% of the prospective borrower's gross income. The percentage applied varies on a case-by-case basis depending on a number of underwriting criteria, including, without limitation, the loan-to-value ratio of the mortgage loan. The originator may also consider the amount of liquid assets available to the borrower after origination.

Approximately 26.59% of the first lien Mortgage Loans, by aggregate principal balance as of the Cut-off Date, had loan-to-value ratios at origination in excess of 80% and do not have mortgage insurance. Generally, no such mortgage insurance policy will be required with respect to any such Mortgage Loan after the date on which the related loan-to-value ratio decreases to 80% or less or, based upon a new appraised value. All of the insurers that have issued mortgage insurance

policies with respect to the Mortgage Loans meet Fannie Mae or Freddie Mac standards or are otherwise acceptable to the Rating Agencies.

The adequacy of the Mortgaged Property as security for repayment of the related Mortgage Loan will generally have been determined by an appraisal in accordance with pre-established appraisal procedure standards for appraisals established by or acceptable to the originator. All appraisals conform to the Uniform Standards of Professional Appraisal Practice adopted by the Appraisal Standards Board of the Appraisal Foundation and must be on forms acceptable to Fannie Mae and/or Freddie Mac. Appraisers may be staff appraisers employed by the originator or independent appraisers selected in accordance with pre-established appraisal procedure standards established by the originator. The appraisal procedure standards generally will have required the appraiser or an agent on its behalf to personally inspect the Mortgaged Property and to verify whether the Mortgaged Property was in good condition and that construction, if new, had been substantially completed. The appraisal generally will have been based upon a market data analysis of recent sales of comparable properties and, when deemed applicable, an analysis based on the current cost of constructing or purchasing a similar property.

Modified Standards

In comparison to the "general" underwriting standards described above, the underwriting standards applicable to mortgage loans under an "alternative" mortgage loan underwriting program permit different underwriting criteria, additional types of mortgaged properties or categories of borrowers such as "foreign nationals" without a credit score who hold certain types of visas and have acceptable credit references (such Mortgage Loans, "Foreign National Loans"), and include certain other less restrictive parameters. Generally, relative to the "general" underwriting standards, these standards include higher loan amounts, higher maximum loan-to-value ratios, higher maximum "combined" loan-to-value ratios (in each case, relative to mortgage loans with otherwise similar characteristics) in cases of simultaneous primary and secondary financings, less restrictive requirements for "equity take out" refinancings, the removal of limitations on the number of permissible mortgage loans that may be extended to one borrower and the ability to originate mortgage loans with loan-to-value ratios in excess of 80% without the requirement to obtain mortgage insurance if such loans are secured by investment properties. Under a program available to eligible borrowers who meet certain underwriting criteria and for which program a minimum down payment of only 3.00% is required, mortgage loans may be originated with loan-to-value ratios between 95.01% and 97.00% with the application of less restrictive maximum qualifying ratios of borrower monthly housing debt or total monthly debt obligations to borrower monthly income and reduced minimum requirements for mortgage insurance coverage. In addition, under a program available to eligible borrowers who meet certain underwriting criteria, mortgage loans may be originated with loan-to-value ratios of up to 100% with no down payment or a nominal down payment.

Certain of the Mortgage Loans have been originated under reduced documentation, no-documentation or no-ratio programs, which require less documentation and verification than do traditional full documentation programs. Generally, under a reduced documentation program, verification of either a borrower's income or assets, but not both, is undertaken by the originator. Under a no-ratio program, certain borrowers with acceptable compensating factors will not be required to provide any information regarding income and no other investigation regarding the borrower's income will be undertaken. Under a no-documentation program, no verification of a borrower's income or assets is undertaken by the originator. The underwriting for such Mortgage

Loans may be based primarily or entirely on an appraisal of the Mortgaged Property, the loan-to-value ratio at origination and/or the borrower's credit score.

Investors should note that changes in the values of Mortgaged Properties may have a greater effect on the delinquency, foreclosure, bankruptcy and loss experience of the Mortgage Loans included in the Mortgage Pool than on mortgage loans originated in a more traditional manner. No assurance can be given that the values of the related Mortgaged Properties have remained or will remain at the levels in effect on the dates of origination of the related Mortgage Loans.

Credit Scores

Credit scores are obtained by many lenders in connection with mortgage loan applications to help them assess a borrower's creditworthiness (the "Credit Scores"). Credit Scores are generated by models developed by a third party which analyzed data on consumers in order to establish patterns which are believed to be indicative of the borrower's probability of default. The Credit Score is based on a borrower's historical credit data, including, among other things, payment history, delinquencies on accounts, levels of outstanding indebtedness, length of credit history, types of credit, and bankruptcy experience. Credit Scores range from approximately 450 to approximately 900, with higher scores indicating an individual with a more favorable credit history compared to an individual with a lower score. However, a Credit Score purports only to be a measurement of the relative degree of risk a borrower represents to a lender, i.e., a borrower with a higher score is statistically expected to be less likely to default in payment than a borrower with a lower score. Lenders have varying ways of analyzing Credit Scores and, as a result, the analysis of Credit Scores across the industry is not consistent. In addition, it should be noted that Credit Scores were developed to indicate a level of default probability over a two year period, which does not correspond to the life of a mortgage loan. Furthermore, Credit Scores were not developed specifically for use in connection with mortgage loans, but for consumer loans in general, and assess only the borrower's past credit history. Therefore, a Credit Score does not take into consideration the effect of mortgage loan characteristics (which may differ from consumer loan characteristics) on the probability of repayment by the borrower. There can be no assurance that the Credit Scores of the mortgagors will be an accurate predictor of the likelihood of repayment of the related mortgage loans.

Additional Information Concerning the Mortgage Loans

The description in this prospectus supplement of the Mortgage Pool and the Mortgaged Properties is based upon the Mortgage Pool as constituted as of the close of business on the Cut-off Date, as adjusted for the scheduled principal payments due on or before such date. Prior to the issuance of the certificates, Mortgage Loans may be removed from the Mortgage Pool as a result of incomplete documentation or otherwise if the depositor deems the removal necessary or desirable, and may be prepaid at any time. A limited number of other mortgage loans may be included in the Mortgage Pool prior to the issuance of the certificates unless including these mortgage loans would materially alter the characteristics of the Mortgage Pool as described in this prospectus supplement. The depositor believes that the information set forth in this prospectus supplement will be representative of the characteristics of the Mortgage Pool as it will be constituted at the time the certificates are issued, although the range of Mortgage Rates and maturities and other characteristics of the Mortgage Loans may vary.

DESCRIPTION OF THE CERTIFICATES

General

The trust will issue the certificates pursuant to the pooling and servicing agreement. The certificates consist of (i) the Class I-A-1 Certificates (also referred to in this prospectus supplement as the "Group I Certificates"), (ii) the Class II-A-1, Class II-A-2, Class II-A-3 and Class II-A-4 Certificates (also referred to collectively in this prospectus supplement as the "Group II Certificates"), (iii) the Class M-1, Class M-2, Class M-3, Class M-4, Class M-5, Class M-6, Class M-7, Class M-8 and Class M-9 Certificates (collectively, the "Mezzanine Certificates"), (iv) the Class B-1 Certificates and Class B-2 Certificates (collectively, the "Class B Certificates"), (v) the Class P Certificates, (vi) the Class X Certificates and (vii) the Residual Certificates. The Group I Certificates and Group II Certificates are also referred to together in this prospectus supplement as the "Senior Certificates". The Class M-1, Class M-2, Class M-3, Class M-4, Class M-5, Class M-6, Class M-7, Class M-8, Class M-9, Class B-1 and Class B-2 Certificates are also collectively referred to in this prospectus supplement as the "Subordinate Certificates". The Senior Certificates and the Mezzanine Certificates are also referred to collectively in this prospectus supplement as the "Offered Certificates".

The Class P Certificates will have an initial certificate principal balance of $100 and will be entitled to all Prepayment Charges received in respect of the Mortgage Loans.

The trust will issue the Senior Certificates and Subordinate Certificates in book-entry form as described below, in minimum dollar denominations of $25,000 and integral multiples of $1 in excess thereof, except that one certificate of each class may be issued in the remainder of the class.

Book-Entry Registration

The Senior Certificates and Subordinate Certificates will be issued in book-entry form. Persons acquiring beneficial ownership interests in the book-entry securities will hold their securities through The Depository Trust Company in the United States and through Clearstream, Luxembourg or the Euroclear System in Europe, if they are participants of any of such systems, or indirectly through organizations which are participants. The Depository Trust Company is referred to as "DTC". Clearstream, Luxembourg is referred to as "Clearstream". The Euroclear System is referred to as "Euroclear". The book-entry securities will be issued in one or more certificates that equal the aggregate principal balance of the applicable class or classes of securities and will initially be registered in the name of Cede & Co., the nominee of DTC. Clearstream and Euroclear will hold omnibus positions on behalf of their participants through customers' securities accounts in Clearstream's and Euroclear's names on the books of their respective depositaries that in turn will hold such positions in customers' securities accounts in the depositaries' names on the books of DTC. Citibank N.A. will act as the relevant depositary for Clearstream and JPMorgan Chase Bank, N.A. will act as the relevant depositary for Euroclear. Except as described below, no person acquiring a book-entry security will be entitled to receive a physical certificate representing such security. Unless and until physical securities are issued, it is anticipated that the only "securityholder" with respect to a book-entry security will be Cede & Co., as nominee of DTC. Beneficial owners are only permitted to exercise their rights indirectly through participants and DTC.

An Owner's ownership of a book-entry security will be recorded on the records of the brokerage firm, bank, thrift institution or other financial intermediary (each, a "Financial

Intermediary") that maintains the beneficial owner's account for such purpose. In turn, the Financial Intermediary's ownership of such book-entry security will be recorded on the records of DTC (or of a DTC participant that acts as agent for the Financial Intermediary, whose interest will in turn be recorded on the records of DTC, if the beneficial owner's Financial Intermediary is not a DTC participant and on the records of Clearstream or Euroclear, as appropriate).

Beneficial owners will receive all distributions allocable to principal and interest with respect to the book-entry securities from the securities administrator through DTC and DTC participants. While the book-entry securities are outstanding (except under the circumstances described below), under the rules, regulations and procedures creating, governing and affecting DTC and its operations (the "Rules"), DTC is required to make book-entry transfers among participants on whose behalf it acts with respect to the securities. DTC is required to receive and transmit distributions allocable to principal and interest with respect to the securities. Participants and Financial Intermediaries with whom beneficial owners have accounts with respect to securities are similarly required to make book-entry transfers and receive and transmit such distributions on behalf of their respective beneficial owners. Accordingly, although beneficial owners will not possess physical certificates, the Rules provide a mechanism by which beneficial owners will receive distributions and will be able to transfer their beneficial ownership interests in the securities.

Beneficial owners will not receive or be entitled to receive Definitive Securities, except under the limited circumstances described below. Unless and until Definitive Securities are issued, beneficial owners who are not participants may transfer ownership of securities only through participants and Financial Intermediaries by instructing such participants and Financial Intermediaries to transfer beneficial ownership interests in the securities by book-entry transfer through DTC for the account of the purchasers of such securities, which account is maintained with their respective participants or Financial Intermediaries. Under the Rules and in accordance with DTC's normal procedures, transfers of ownership of securities will be executed through DTC and the accounts of the respective participants at DTC will be debited and credited. Similarly, the participants and Financial Intermediaries will make debits or credits, as the case may be, on their records on behalf of the selling and purchasing beneficial owners.

Because of time zone differences, credits of securities received in Clearstream or Euroclear as a result of a transaction with a participant will be made during subsequent securities settlement processing and dated the business day following the DTC settlement date. Such credits or any transactions in such securities settled during such processing will be reported to the relevant Euroclear or Clearstream participants on such business day. Cash received in Clearstream or Euroclear as a result of sales of securities by or through a Clearstream participant or Euroclear participant to a DTC participant will be received with value on the DTC settlement date but will be available in the relevant Clearstream or Euroclear cash account only as of the business day following settlement in DTC.

Transfers between DTC participants will occur in accordance with DTC rules. Transfers between Clearstream participants and Euroclear participants will occur in accordance with their respective rules and operating procedures.

Cross-market transfers between persons holding directly or indirectly through DTC, on the one hand, and directly or indirectly through Clearstream participants or Euroclear participants, on the other, will be effected in DTC in accordance with DTC rules on behalf of the relevant European international clearing system by the relevant depositary; however, such cross-market

transactions will require delivery of instructions to the relevant European international clearing system by the counterparty in such system in accordance with its rules and procedures and within its established deadlines (European time). The relevant European international clearing system will, if the transaction meets its settlement requirements, deliver instructions to the relevant depositary to take action to effect final settlement on its behalf by delivering or receiving securities in DTC, and making or receiving payment in accordance with normal procedures for same day funds settlement applicable to DTC. Clearstream participants and Euroclear participants may not deliver instructions directly to the relevant depositaries.

DTC is a New York-chartered limited purpose trust company that performs services for its participants, some of which (and/or their representatives) own DTC. In accordance with its normal procedures, DTC is expected to record the positions held by each DTC participant in the book-entry securities, whether held for its own account or as a nominee for another person. In general, beneficial ownership of book-entry securities will be subject to the Rules as in effect from time to time.

Clearstream has advised that it is incorporated under the laws of the Grand Duchy of Luxembourg as a professional depository. Clearstream holds securities for its participating organizations or participants. Clearstream facilitates the clearance and settlement of securities transactions between Clearstream participants through electronic book-entry changes in account of Clearstream participants, eliminating the need for physical movement of securities.

Clearstream provides to Clearstream participants, among other things, services for safekeeping, administration, clearance and settlement of internationally traded securities and securities lending and borrowing. Clearstream interfaces with domestic markets in several countries. As a professional depository, Clearstream is subject to regulation by the Luxembourg Commission for the Supervision of the Financial Sector (the "CSSF"). Clearstream participants are recognized financial institutions around the world, including underwriters, securities brokers and dealers, banks, trust companies, clearing corporations and certain other organizations. Indirect access to Clearstream is also available to others, such as banks, brokers, dealers and trust companies that clear through or maintain a custodial relationship with a Clearstream participant, either directly or indirectly.

Distributions, to the extent received by the Relevant Depository for Clearstream, with respect to the securities held beneficially through Clearstream will be credited to cash accounts of Clearstream participants in accordance with its rules and procedures.

Euroclear was created in 1968 to hold securities for its participants and to clear and settle transactions between Euroclear participants through simultaneous electronic book-entry delivery against payment, thereby eliminating the need for movement of physical securities and any risk from lack of simultaneous transfers of securities and cash. Transactions may be settled in any of 32 currencies, including United States dollars. Euroclear provides various other services, including securities lending and borrowing and interfaces with domestic markets in several countries generally similar to the arrangements for cross-market transfers with DTC described above. Euroclear is operated by Euroclear Bank S.A./NV under contract with Euroclear Clearance Systems S.C., a Belgian cooperative corporation. Euroclear Bank S.A./NV conducts all operations. All Euroclear securities clearance accounts and Euroclear cash accounts are accounts with Euroclear Bank S.A./NV, not Euroclear Clearance Systems S.C. Euroclear Clearance Systems S.C. establishes policy for Euroclear on behalf of Euroclear participants. Euroclear participants include banks (including central banks), securities brokers and dealers and other professional financial intermediaries. Indirect

access to Euroclear is also available to other firms that clear through or maintain a custodial relationship with a Euroclear participant, either directly or indirectly.

Euroclear Bank S.A./NV has advised us that it is licensed by the Belgian Banking and Finance Commission to carry out banking activities on a global basis. As a Belgian bank, it is regulated and examined by the Belgian Banking Commission.

Securities clearance accounts and cash accounts with Euroclear Bank S.A./NV are governed by the Terms and Conditions Governing Use of Euroclear and the related Operating Procedures of the Euroclear System and applicable Belgian law. These terms and conditions, operating procedures and laws govern transfers of securities and cash within Euroclear, withdrawals of securities and cash from Euroclear, and receipts of payments with respect to securities in Euroclear. All securities in Euroclear are held on a fungible basis without attribution of specific certificates to specific securities clearance accounts. Euroclear Bank S.A./NV acts under the Terms and Conditions only on behalf of Euroclear participants, and has no record of or relationship with persons holding through Euroclear participants.

The securities administrator will make distributions on the book-entry securities on each distribution date to DTC. DTC will be responsible for crediting the amount of such payments to the accounts of the applicable DTC participants in accordance with DTC's normal procedures. Each DTC participant will be responsible for disbursing such payments to the beneficial owners that it represents and to each Financial Intermediary for which it acts as agent. Each such Financial Intermediary will be responsible for disbursing funds to the beneficial owners that it represents.

Under a book-entry format, beneficial owners may experience some delay in their receipt of payments, since the securities administrator will forward such payments to Cede & Co. Distributions with respect to securities held through Clearstream or Euroclear will be credited to the cash accounts of Clearstream participants or Euroclear participants in accordance with the relevant system's rules and procedures, to the extent received by the relevant depositary. Such distributions will be subject to tax reporting in accordance with relevant United States tax laws and regulations. Because DTC can only act on behalf of DTC participants that in turn can only act on behalf of Financial Intermediaries, the ability of an Owner to pledge book-entry securities to persons or entities that do not participate in the DTC system, or otherwise take actions in respect of such book-entry securities, may be limited due to the lack of physical certificates for such book-entry securities. In addition, issuance of the book-entry securities in book-entry form may reduce the liquidity of such securities in the secondary market since certain potential investors may be unwilling to purchase securities for which they cannot obtain physical certificates.

Monthly and annual reports on the trust fund will be provided to Cede & Co., as nominee of DTC, and Cede & Co may make such reports available to beneficial owners upon request, in accordance with the Rules, and to the DTC participants to whose DTC accounts the book-entry securities of such beneficial owners are credited directly or are credited indirectly through Financial Intermediaries.

DTC has advised the securities administrator that, unless and until Definitive Securities are issued, DTC will take any action permitted to be taken by the holders of the book-entry securities under the pooling and servicing agreement only at the direction of one or more DTC participants to whose DTC accounts the book-entry securities are credited, to the extent that such actions are taken on behalf of such participants whose holdings include such book-entry securities.

Clearstream or Euroclear Bank S.A./NV, as the case may be, will take any other action permitted to be taken by a holder under the pooling and servicing agreement on behalf of a Clearstream participant or Euroclear participant only in accordance with its relevant rules and procedures and subject to the ability of the relevant depositary to effect such actions on its behalf through DTC. DTC may take actions, at the direction of the related participants, with respect to some securities which conflict with actions taken with respect to other securities.

Except with respect to certain certificates not being offered by this prospectus supplement, physical certificates representing a security will be issued to beneficial owners only upon the events specified in the pooling and servicing agreement. Such events may include the following:

- we advise the securities administrator in writing that DTC is no longer willing or able properly to discharge its responsibilities as depository with respect to the securities, and that we or the trustee is unable to locate a qualified successor,

- at our option, we elect to terminate the book-entry system through DTC, or

- after the occurrence of an event of default, securityholders representing not less than 50% of the aggregate certificate principal balance or certificate notional balance, as applicable, of the applicable securities advise the trustee and DTC through participants in writing that the continuation of a book-entry system through DTC (or a successor thereto) is no longer in the best interest of the securityholders.

Upon the occurrence of any of the events specified in the pooling and servicing agreement, DTC will be required to notify all participants of the availability through DTC of physical certificates. Upon surrender by DTC of the certificates representing the securities and instruction for re-registration, the securities administrator will issue the securities in the form of physical certificates, and thereafter the securities administrator will recognize the holders of such physical certificates as securityholders. Thereafter, payments of principal of and interest on the securities will be made by the securities administrator directly to securityholders in accordance with the procedures listed in this prospectus supplement and in the pooling and servicing agreement. The final distribution of any security (whether physical certificates or securities registered in the name of Cede & Co.), however, will be made only upon presentation and surrender of such securities on the final distribution date at such office or agency as is specified in the notice of final payment to securityholders.

Although DTC, Clearstream and Euroclear have agreed to the foregoing procedures to facilitate transfers of securities among participants of DTC, Clearstream and Euroclear, they are under no obligation to perform or continue to perform such procedures and such procedures may be discontinued at any time.

Neither the trust nor the securities administrator will have any responsibility for any aspect of the records relating to or payments made on account of beneficial ownership interests of the book-entry securities held by Cede & Co., as nominee for DTC, or for maintaining, supervising or reviewing any records relating to such beneficial ownership interests or transfers thereof.

Distributions

General. On each distribution date, the securities administrator will make distributions on the certificates to the persons in whose names such certificates are registered on the related record date. For definitions of capitalized terms used in this section, see "—Glossary of Terms" in this prospectus supplement.

The securities administrator will make distributions on each distribution date by wire transfer in immediately available funds to the account of a certificateholder at a bank or other depository institution having appropriate wire transfer facilities as instructed by a certificateholder in writing in accordance with the pooling and servicing agreement. If no such instructions are given to the securities administrator, then the securities administrator will make such distributions by check mailed to the address of the person entitled thereto as it appears on the certificate register; provided, however, that the final distribution in retirement of the certificates will be made only upon presentation and surrender of such certificates at the offices of the securities administrator designated for such purposes. As of the Closing Date, the securities administrator designates its offices located at Sixth Street and Marquette Avenue, Minneapolis, Minnesota 55479, Attention: Nomura Home Equity Loan, Inc., Series 2006-FM2, for purposes of surrender, transfer and exchange. On each distribution date, a holder of a certificate will receive such holder's percentage interest of the amounts required to be distributed with respect to the applicable class of certificates. The percentage interest evidenced by a certificate will equal the percentage derived by dividing the denomination of such certificate by the aggregate denominations of all certificates of the applicable class.

Glossary of Terms

"Aggregate Loan Balance" with respect to the Mortgage Loans and any distribution date, will be equal to the aggregate of the Stated Principal Balances of the Mortgage Loans as of the last day of the related Due Period.

"Aggregate Loan Group Balance" with respect to either loan group I or loan group II and any distribution date, the aggregate of the Stated Principal Balances of the Mortgage Loans in the related loan group as of the last day of the related Due Period.

"Basis Risk Shortfall" with respect to any class of Senior Certificates and the Subordinate Certificates and any distribution date, the sum of:

(1) the excess, if any, of the related Current Interest (calculated without regard to the applicable Net Funds Cap) over the related Current Interest (as it may have been limited by the applicable Net Funds Cap) for the applicable distribution date;

(2) any amount described in clause (1) remaining unpaid from prior distribution dates; and

(3) interest on the amount in clause (2) for the related Interest Accrual Period calculated on the basis of the lesser of (x) One-Month LIBOR plus the applicable Certificate Margin and (y) the applicable Maximum Interest Rate.

"Carryforward Interest" with respect to any class of Senior Certificates and the Subordinate Certificates and any distribution date, the sum of (1) the amount, if any, by which (x) the sum of (A) Current Interest for that class of certificates for the immediately preceding distribution

date and (B) any unpaid Carryforward Interest for such class from previous distribution dates exceeds (y) the actual amount distributed to such class in respect of interest on the immediately preceding distribution date and (2) interest on such amount for the related Interest Accrual Period at the applicable Pass-Through Rate.

"Certificate Margin" with respect to each distribution date on or prior to the First Possible Optional Termination Date, the Certificate Margins for the Class I-A-1, Class II-A-1, Class II-A-2, Class II-A-3, Class II-A-4, Class M-1, Class M-2, Class M-3, Class M-4, Class M-5, Class M-6, Class M-7, Class M-8, Class M-9, Class B-1 and Class B-2 Certificates are 0.140%, 0.060%, 0.120%, 0.170%, 0.250%, 0.290%, 0.320%, 0.350%, 0.390%, 0.410%, 0.480%, 0.800%, 1.250%, 2.300%, 2.300% and 2.300%, respectively. With respect to each distribution date following the First Possible Optional Termination Date, the Certificate Margins for the Class I-A-1, Class II-A-1, Class II-A-2, Class II-A-3, Class II-A-4, Class M-1, Class M-2, Class M-3, Class M-4, Class M-5, Class M-6, Class M-7, Class M-8, Class M-9, Class B-1 and Class B-2 Certificates are 0.280%, 0.120%, 0.240%, 0.340%, 0.500%, 0.435%, 0.480%, 0.525%, 0.585%, 0.615%, 0.720%, 1.200%, 1.875%, 3.450%, 3.450% and 3.450%, respectively.

"Certificate Principal Balance" with respect to any class of Offered Certificates and Class B Certificates and any distribution date, is the original certificate principal balance of such class set forth on the cover of this prospectus supplement with respect to the Offered Certificates and approximately $12,894,000 and approximately $12,280,000 with respect to the Class B-1 Certificates and the Class B-2 Certificates, respectively, less the sum of (i) all amounts in respect of principal distributed to such class on previous distribution dates and (ii) Applied Loss Amounts (as defined under "—Credit Enhancement" in this prospectus supplement) previously allocated to that class; provided, however, that the Certificate Principal Balance of the Subordinate Certificates (including any such class of certificates for which the Certificate Principal Balance has been reduced to zero) will be increased in an aggregate amount equal to Subsequent Recoveries received with respect to all of the Mortgage Loans on any distribution date in the following order: to the Class M-1, Class M-2, Class M-3, Class M-4, Class M-5, Class M-6, Class M-7, Class M-8, Class M-9, Class B-1 and Class B-2 Certificates, in each case up to the related amount of Applied Loss Amounts but only to the extent that any such Applied Loss Amount has not been paid to any class of certificates as a Deferred Amount with Net Monthly Excess Cashflow as described under "—Credit Enhancement—Overcollateralization" in this prospectus supplement or previously increased due to other Subsequent Recoveries. The Certificate Principal Balance of the Class X Certificates as of any date of determination is equal to the excess, if any, of (i) the then aggregate principal balance of the Mortgage Loans over (ii) the then aggregate Certificate Principal Balance of the Senior Certificates and Subordinate Certificates.

"Class B-1 Principal Payment Amount" with respect to any distribution date on or after the Stepdown Date and as long as a Trigger Event is not in effect with respect to such distribution date, will be the amount, if any, by which (x) the sum of (i) the Certificate Principal Balances of the Senior Certificates and the Mezzanine Certificates, in each case, after giving effect to payments on such distribution date and (ii) the Certificate Principal Balance of the Class B-1 Certificates immediately prior to such distribution date exceeds (y) the lesser of (A) the product of (i) approximately 93.50% and (ii) the Aggregate Loan Balance for such distribution date and (B) the amount, if any, by which (i) the Aggregate Loan Balance for such distribution date exceeds (ii) 0.50% of the Aggregate Loan Balance as of the Cut-off Date.

"Class B-2 Principal Payment Amount" with respect to any distribution date on or after the Stepdown Date and as long as a Trigger Event is not in effect with respect to such distribution date, will be the amount, if any, by which (x) the sum of (i) the Certificate Principal Balances of the Senior Certificates, the Mezzanine Certificates and Class B-1 Certificates, in each case, after giving effect to payments on such distribution date and (ii) the Certificate Principal Balance of the Class B-2 Certificates immediately prior to such distribution date exceeds (y) the lesser of (A) the product of (i) approximately 95.50% and (ii) the Aggregate Loan Balance for such distribution date and (B) the amount, if any, by which (i) the Aggregate Loan Balance for such distribution date exceeds (ii) 0.50% of the Aggregate Loan Balance as of the Cut-off Date.

"Class M-1 Principal Payment Amount" with respect to any distribution date on or after the Stepdown Date and as long as a Trigger Event is not in effect with respect to such distribution date, will be the amount, if any, by which (x) the sum of (i) the Certificate Principal Balances of the Senior Certificates, after giving effect to payments on such distribution date and (ii) the Certificate Principal Balance of the Class M-1 Certificates immediately prior to such distribution date exceeds (y) the lesser of (A) the product of (i) approximately 62.60% and (ii) the Aggregate Loan Balance for such distribution date and (B) the amount, if any, by which (i) the Aggregate Loan Balance for such distribution date exceeds (ii) 0.50% of the Aggregate Loan Balance as of the Cut-off Date.

"Class M-2 Principal Payment Amount" with respect to any distribution date on or after the Stepdown Date and as long as a Trigger Event is not in effect with respect to such distribution date, will be the amount, if any, by which (x) the sum of (i) the Certificate Principal Balances of the Senior Certificates and Class M-1 Certificates, in each case, after giving effect to payments on such distribution date and (ii) the Certificate Principal Balance of the Class M-2 Certificates immediately prior to such distribution date exceeds (y) the lesser of (A) the product of (i) approximately 69.40% and (ii) the Aggregate Loan Balance for such distribution date and (B) the amount, if any, by which (i) the Aggregate Loan Balance for such distribution date exceeds (ii) 0.50% of the Aggregate Loan Balance as of the Cut-off Date.

"Class M-3 Principal Payment Amount" with respect to any distribution date on or after the Stepdown Date and as long as a Trigger Event is not in effect with respect to such distribution date, will be the amount, if any, by which (x) the sum of (i) the Certificate Principal Balances of the Senior Certificates, Class M-1 and Class M-2 Certificates, in each case, after giving effect to payments on such distribution date and (ii) the Certificate Principal Balance of the Class M-3 Certificates immediately prior to such distribution date exceeds (y) the lesser of (A) the product of (i) approximately 73.60% and (ii) the Aggregate Loan Balance for such distribution date and (B) the amount, if any, by which (i) the Aggregate Loan Balance for such distribution date exceeds (ii) 0.50% of the Aggregate Loan Balance as of the Cut-off Date.

"Class M-4 Principal Payment Amount" with respect to any distribution date on or after the Stepdown Date and as long as a Trigger Event is not in effect with respect to such distribution date, will be the amount, if any, by which (x) the sum of (i) the Certificate Principal Balances of the Senior Certificates, Class M-1, Class M-2 and Class M-3 Certificates, in each case, after giving effect to payments on such distribution date and (ii) the Certificate Principal Balance of the Class M-4 Certificates immediately prior to such distribution date exceeds (y) the lesser of (A) the product of (i) approximately 77.20% and (ii) the Aggregate Loan Balance for such distribution date and (B) the amount, if any, by which (i) the Aggregate Loan Balance for such distribution date exceeds (ii) 0.50% of the Aggregate Loan Balance as of the Cut-off Date.

"Class M-5 Principal Payment Amount" with respect to any distribution date on or after the Stepdown Date and as long as a Trigger Event is not in effect with respect to such distribution date, will be the amount, if any, by which (x) the sum of (i) the Certificate Principal Balances of the Senior Certificates, Class M-1, Class M-2, Class M-3 and Class M-4 Certificates, in each case, after giving effect to payments on such distribution date and (ii) the Certificate Principal Balance of the Class M-5 Certificates immediately prior to such distribution date exceeds (y) the lesser of (A) the product of (i) approximately 80.60% and (ii) the Aggregate Loan Balance for such distribution date and (B) the amount, if any, by which (i) the Aggregate Loan Balance for such distribution date exceeds (ii) 0.50% of the Aggregate Loan Balance as of the Cut-off Date.

"Class M-6 Principal Payment Amount" with respect to any distribution date on or after the Stepdown Date and as long as a Trigger Event is not in effect with respect to such distribution date, will be the amount, if any, by which (x) the sum of (i) the Certificate Principal Balances of the Senior Certificates, Class M-1, Class M-2, Class M-3, Class M-4 and Class M-5 Certificates, in each case, after giving effect to payments on such distribution date and (ii) the Certificate Principal Balance of the Class M-6 Certificates immediately prior to such distribution date exceeds (y) the lesser of (A) the product of (i) approximately 83.70% and (ii) the Aggregate Loan Balance for such distribution date and (B) the amount, if any, by which (i) the Aggregate Loan Balance for such distribution date exceeds (ii) 0.50% of the Aggregate Loan Balance as of the Cut-off Date.

"Class M-7 Principal Payment Amount" with respect to any distribution date on or after the Stepdown Date and as long as a Trigger Event is not in effect with respect to such distribution date, will be the amount, if any, by which (x) the sum of (i) the Certificate Principal Balances of the Senior Certificates, Class M-1, Class M-2, Class M-3, Class M-4, Class M-5 and Class M-6 Certificates, in each case, after giving effect to payments on such distribution date and (ii) the Certificate Principal Balance of the Class M-7 Certificates immediately prior to such distribution date exceeds (y) the lesser of (A) the product of (i) approximately 86.70% and (ii) the Aggregate Loan Balance for such distribution date and (B) the amount, if any, by which (i) the Aggregate Loan Balance for such distribution date exceeds (ii) 0.50% of the Aggregate Loan Balance as of the Cut-off Date.

"Class M-8 Principal Payment Amount" with respect to any distribution date on or after the Stepdown Date and as long as a Trigger Event is not in effect with respect to such distribution date, will be the amount, if any, by which (x) the sum of (i) the Certificate Principal Balances of the Senior Certificates, Class M-1, Class M-2, Class M-3, Class M-4, Class M-5, Class M-6 and Class M-7 Certificates, in each case, after giving effect to payments on such distribution date and (ii) the Certificate Principal Balance of the Class M-8 Certificates immediately prior to such distribution date exceeds (y) the lesser of (A) the product of (i) approximately 89.30% and (ii) the Aggregate Loan Balance for such distribution date and (B) the amount, if any, by which (i) the Aggregate Loan Balance for such distribution date exceeds (ii) 0.50% of the Aggregate Loan Balance as of the Cut-off Date.

"Class M-9 Principal Payment Amount" with respect to any distribution date on or after the Stepdown Date and as long as a Trigger Event is not in effect with respect to such distribution date, will be the amount, if any, by which (x) the sum of (i) the Certificate Principal Balances of the Senior Certificates, Class M-1, Class M-2, Class M-3, Class M-4, Class M-5, Class M-6, Class M-7 and Class M-8 Certificates, in each case, after giving effect to payments on such distribution date and (ii) the Certificate Principal Balance of the Class M-9 Certificates immediately

prior to such distribution date exceeds (y) the lesser of (A) the product of (i) approximately 91.40% and (ii) the Aggregate Loan Balance for such distribution date and (B) the amount, if any, by which (i) the Aggregate Loan Balance for such distribution date exceeds (ii) 0.50% of the Aggregate Loan Balance as of the Cut-off Date.

"Compensating Interest" with respect to any distribution date and (a) the servicer, will be an amount equal to the lesser of (i) the aggregate of the Interest Shortfalls on the Mortgage Loans for the related distribution date pursuant to items (a) and (b) of the definition of Interest Shortfalls set forth below and (ii) the aggregate Servicing Fees due to the servicer for such distribution date, or (b) the master servicer, will be an amount equal to any Interest Shortfalls required to be funded by the servicer and not funded, up to the aggregate master servicing fee (exclusive of the portion of such fee payable to the credit risk manager) for such distribution date.

"Current Interest" with respect to any class of Senior Certificates and Subordinate Certificates and any distribution date, the amount of interest accruing at the applicable Pass-Through Rate on the related Certificate Principal Balance during the related Interest Accrual Period; provided, that as to each class of Senior Certificates and Subordinate Certificates, the Current Interest will be reduced by a pro rata portion of any Net Interest Shortfalls to the extent not covered by excess interest.

"Deferred Amount" with respect to any class of Subordinate Certificates and any distribution date, will equal the amount by which (x) the aggregate of the Applied Loss Amounts previously applied in reduction of the Certificate Principal Balance thereof exceeds (y) the aggregate of amounts previously paid in reimbursement thereof and the amount by which the Certificate Principal Balance of any such class has been increased due to the collection of Subsequent Recoveries.

"Delinquency Rate" with respect to any calendar month will be, generally, the fraction, expressed as a percentage, the numerator of which is the Aggregate Loan Balance of all Mortgage Loans 60 or more days delinquent (including all Mortgage Loans in bankruptcy or foreclosure and all REO Properties) as of the close of business on the last day of such month, and the denominator of which is the Aggregate Loan Balance of all Mortgage Loans as of the close of business on the last day of such month.

"Due Period" with respect to any distribution date, is the period commencing on the second day of the month preceding the calendar month in which such distribution date occurs and ending at the close of business on the first day of the month in which such distribution date occurs.

"Group I Allocation Amount" with respect to any distribution date, the product of the Senior Principal Payment Amount for that distribution date and a fraction the numerator of which is the Principal Remittance Amount derived from the Group I Mortgage Loans and the denominator of which is the Principal Remittance Amount, in each case for that distribution date.

"Group I Allocation Percentage" with respect to any distribution date, the Aggregate Loan Group Balance of the Group I Mortgage Loans divided by the Aggregate Loan Balance of the Mortgage Loans.

"Group I Excess Interest Amount" with respect to any distribution date, the product of the Monthly Excess Interest required to be distributed on that distribution date pursuant to subclause (1)(A) under "Description of the Certificates—Credit Enhancement—

Overcollateralization" in this prospectus supplement and a fraction the numerator of which is the Principal Remittance Amount derived from the Group I Mortgage Loans and the denominator of which is the Principal Remittance Amount, in each case for that distribution date.

"Group II Allocation Amount" with respect to any distribution date, the product of the Senior Principal Payment Amount for that distribution date and a fraction the numerator of which is the Principal Remittance Amount derived from the Group II Mortgage Loans and the denominator of which is the Principal Remittance Amount, in each case for that distribution date.

"Group II Allocation Percentage" with respect to any distribution date, the Aggregate Loan Group Balance of the Group II Mortgage Loans divided by the Aggregate Loan Balance of the Mortgage Loans.

"Group II Excess Interest Amount" with respect to any distribution date, the product of the Monthly Excess Interest required to be distributed on that distribution date pursuant to subclause (1)(A) under "Description of the Certificates—Credit Enhancement—Overcollateralization" in this prospectus supplement and a fraction the numerator of which is the Principal Remittance Amount derived from the Group II Mortgage Loans and the denominator of which is the Principal Remittance Amount, in each case for that distribution date.

"Insurance Proceeds" are all proceeds of any insurance policies, including any mortgage insurance policy, to the extent such proceeds are not applied to the restoration of the Mortgaged Property or released to the borrower in accordance with the related servicer's normal servicing procedures, other than proceeds that represent reimbursement of the related servicer's costs and expenses incurred in connection with presenting claims under the related insurance policies.

"Interest Accrual Period" with respect to the Senior Certificates and Subordinate Certificates and any distribution date, the period commencing on the immediately preceding distribution date (or, with respect to the first Interest Accrual Period, the Closing Date) and ending on the day immediately preceding the related distribution date.

"Interest Remittance Amount" with respect to any distribution date and each loan group an amount generally equal to the sum, without duplication, of

- scheduled interest payments (other than Payaheads) and advances on the related Mortgage Loans,
- the interest portion of Payaheads with respect to the related Mortgage Loans previously received and intended for application in the related Due Period,
- the interest portion of all prepayments in full (net of interest on such prepayments in full for such distribution date) and partial prepayments received on the related Mortgage Loans during the related Prepayment Period,
- all Compensating Interest allocable to that loan group,
- the portion of any substitution adjustment amount and purchase price paid in connection with a repurchase of any related Mortgage Loan allocable to interest or the exercise of the optional termination, up to the amount of the interest portion of the par value of the related Mortgage Loans, and

- Liquidation Proceeds and Subsequent Recoveries (net of unreimbursed advances, servicing advances and other expenses, to the extent allocable to interest, and unpaid expense fees) collected with respect to the related Mortgage Loans during the related Due Period, to the extent allocable to interest, minus

- amounts reimbursable to the servicer, the master servicer, the securities administrator, the trustee, the custodian and the credit risk manager, allocated to the respective loan group as provided in the pooling and servicing agreement.

"Interest Shortfall" with respect to any distribution date, means the aggregate shortfall, if any, in collections of interest (adjusted to the related Net Mortgage Rates) on the Mortgage Loans resulting from (a) prepayments in full received during the related Prepayment Period, (b) partial prepayments received during the related Prepayment Period to the extent applied prior to the Due Date in the month of the distribution date and (c) interest payments on certain of the Mortgage Loans being limited pursuant to the provisions of the Relief Act.

"ISDA Master Agreement" is the ISDA Master Agreement dated as of the Closing Date, as amended and supplemented from time to time, between the Swap Provider and the Supplemental Interest Trust Trustee.

"Liquidated Loan" means a defaulted Mortgage Loan as to which the servicer has determined that all amounts which it expects to recover from or on account of such Mortgage Loan have been recovered.

"Liquidation Proceeds" means all proceeds, other than Insurance Proceeds, received in connection with the partial or complete liquidation of a Mortgage Loan, whether through trustee's sale, foreclosure sale or otherwise, or in connection with any condemnation or partial release of the related Mortgaged Property, together with the net proceeds received with respect to any Mortgaged Property acquired by the servicer by foreclosure or deed-in-lieu of foreclosure in connection with a defaulted Mortgage Loan, other than the amount of such net proceeds representing any profit realized by the servicer in connection with the disposition of any such Mortgaged Property.

"Maximum Interest Rate" with respect to any distribution date and the related Interest Accrual Period and the Senior Certificates, an annual rate equal to the weighted average of the maximum mortgage rates of the adjustable rate Mortgage Loans and the mortgage rates of the fixed rate Mortgage Loans in the related loan group as stated in the related mortgage notes minus the weighted average expense rate of the Mortgage Loans in the related loan group. With respect to any distribution date and the related Interest Accrual Period and the Subordinate Certificates, an annual rate equal to the weighted average of the Maximum Mortgage Rates adjustable rate Mortgage Loans and the mortgage rates of the fixed rate Mortgage Loans as stated in the related mortgage notes minus the weighted average expense fee rate of the Mortgage Loans. The calculation of the Maximum Interest Rate will be based on a 360-day year and the actual number of days elapsed during the related accrual period.

"Monthly Excess Cashflow" with respect to any distribution date, the Monthly Excess Interest for such distribution date, plus amounts applied pursuant to clauses I(O) and II(O) under "—Distributions of Principal" in this prospectus supplement.

"Net Funds Cap" with respect to any distribution date and the Group I Certificates, a per annum rate equal to the product of (I)(a) a fraction, expressed as a percentage, the numerator of which is the related Optimal Interest Remittance Amount for such distribution date and the denominator of which is the aggregate Stated Principal Balance of the Group I Mortgage Loans for the immediately preceding distribution date, minus (b) the sum of (1) the Group I Allocation Percentage of any Net Swap Payment payable to the Swap Provider on such distribution date, divided by the outstanding Stated Principal Balance of the Group I Mortgage Loans for the immediately preceding distribution date, and (2) the Group I Allocation Percentage of any Swap Termination Payment (unless such payment is the result of a Swap Provider Trigger Event and to the extent not paid by the securities administrator from any upfront payment received pursuant to any replacement swap agreement that may be entered into by the Supplemental Interest Trust Trustee) payable to the Swap Provider on such distribution date, divided by the outstanding aggregate Stated Principal Balance of the Group I Mortgage Loans for the immediately preceding distribution date and (II) 12.

With respect to any distribution date and the Group II Certificates, a per annum rate equal to the product of (I)(a) a fraction, expressed as a percentage, the numerator of which is the related Optimal Interest Remittance Amount for such distribution date and the denominator of which is the aggregate Stated Principal Balance of the Group II Mortgage Loans for the immediately preceding distribution date, minus (b) the sum of (1) the Group II Allocation Percentage of the Net Swap Payment payable to the Swap Provider on such distribution date, divided by the outstanding Stated Principal Balance of the Group II Mortgage Loans for the immediately preceding distribution date, and (2) the Group II Allocation Percentage of any Swap Termination Payment (unless such payment is the result of a Swap Provider Trigger Event and to the extent not paid by the securities administrator from any upfront payment received pursuant to any replacement swap agreement that may be entered into by the Supplemental Interest Trust Trustee) payable to the Swap Provider on such distribution date, divided by the outstanding aggregate Stated Principal Balance of the Group II Mortgage Loans for the immediately preceding distribution date and (II) 12.

With respect to the Subordinate Certificates, a per annum rate equal to the weighted average (weighted on the basis of the results of subtracting from the aggregate Stated Principal Balance of each loan group the current aggregate Certificate Principal Balance of the related Senior Certificates) of the Net Funds Cap for the Group I Certificates and the Net Funds Cap for the Group II Certificates.

In each case, the Net Funds Cap will be adjusted to an effective rate reflecting the accrual of interest on an actual/360 basis.

"Net Interest Shortfalls" means Interest Shortfalls net of payments by the servicer or master servicer in respect of Compensating Interest.

"Net Liquidation Proceeds" with respect to a Mortgage Loan are Liquidation Proceeds net of unreimbursed advances and fees by the servicer and advances and expenses incurred by the servicer in connection with the liquidation of such Mortgage Loan and the related Mortgaged Property.

"Net Mortgage Rate" with respect to any Mortgage Loan, the interest rate set forth in the related mortgage note minus the sum of the Servicing Fee Rate, the rate at which the fee payable

to the master servicer is calculated and the rate at which the fee payable to any provider of lender paid mortgage insurance is calculated, if applicable.

"One-Month LIBOR" means a per annum rate based on the London interbank offered rate for one month dollar deposits and calculated as described under "—Calculation of One-Month LIBOR" in this prospectus supplement.

"Optimal Interest Remittance Amount" with respect to any distribution date and (A) the Senior Certificates, will be equal to the excess of (i) the product of (1)(x) the weighted average Net Mortgage Rates of the Mortgage Loans in the related loan group as of the first day of the related Due Period divided by (y) 12 and (2) the Aggregate Loan Balance of the Mortgage Loans in the related loan group for the immediately preceding distribution date, over (ii) any expenses that reduce the Interest Remittance Amount that did not arise as a result of a default or delinquency of the Mortgage Loans in the related loan group or were not taken into account in computing the expense fee rate, and (B) the Subordinate Certificates, will be equal to the excess of (i) the product of (1)(x) the weighted average Net Mortgage Rates of the Mortgage Loans as of the first day of the related Due Period divided by (y) 12 and (2) the Aggregate Loan Balance of the Mortgage Loans for the immediately preceding distribution date, over (ii) any expenses that reduce the Interest Remittance Amount that did not arise as a result of a default or delinquency of the Mortgage Loans or were not taken into account in computing the expense fee rate.

"Overcollateralization Amount" with respect to any distribution date, the excess, if any, of (a) the Aggregate Loan Balance for such distribution date over (b) the aggregate Certificate Principal Balance of the Senior Certificates and Subordinate Certificates on such distribution date (after taking into account the payment of 100% of the Principal Remittance Amount on such distribution date).

"Overcollateralization Deficiency Amount" with respect to any distribution date, will be equal to the amount, if any, by which (x) the Targeted Overcollateralization Amount for such distribution date exceeds (y) the Overcollateralization Amount for such distribution date, calculated for this purpose after giving effect to the reduction on such distribution date of the aggregate Certificate Principal Balance of the Senior Certificates and Subordinate Certificates resulting from the payment of the Principal Remittance Amount on such distribution date, but prior to allocation of any Applied Loss Amount on such distribution date.

"Overcollateralization Release Amount" with respect to any distribution date, will be equal to the lesser of (x) the Principal Remittance Amount for such distribution date and (y) the amount, if any, by which (1) the Overcollateralization Amount for such date, exceeds (2) the Targeted Overcollateralization Amount for such distribution date.

"Pass-Through Rate" with respect to the Senior Certificates and the Subordinate Certificates will equal the lesser of (i) the sum of One-Month LIBOR for that distribution date plus the applicable Certificate Margin and (ii) the applicable Net Funds Cap.

"Payahead" any scheduled payment intended by the related mortgagor to be applied in a Due Period subsequent to the Due Period in which such payment was received.

"Prepayment Period" with respect to any distribution date, the 16th of the immediately preceding calendar month (or with respect to the first Prepayment Period, the Closing Date) through the 15th day of the month in which the distribution date occurs.

"Principal Payment Amount" with respect to any distribution date will be equal to the Principal Remittance Amount for such distribution date minus the Overcollateralization Release Amount, if any, for such distribution date.

"Principal Remittance Amount" with respect to each distribution date and each loan group, is equal to the sum of (i) the scheduled principal payments on the related Mortgage Loans due during the related Due Period, whether or not received on or prior to the related determination date; (ii) the principal portion of all proceeds received in respect of the repurchase of a Mortgage Loan in the related loan group (or, in the case of a substitution, certain amounts representing a principal adjustment as required by the pooling and servicing agreement) during the related Prepayment Period; (iii) the principal portion of all other unscheduled collections (other than Payaheads), including Insurance Proceeds, condemnation proceeds, Liquidation Proceeds, Subsequent Recoveries and all full and partial principal prepayments, received during the related Prepayment Period, to the extent applied as recoveries of principal on the related Mortgage Loans; (iv) the principal portion of Payaheads previously received on the related Mortgage Loans and intended for application in the related Due Period, less (v) amounts payable or reimbursable to the servicer, the master servicer, the securities administrator, the trustee, the custodian or the credit risk manager as provided in the pooling and servicing agreement and the servicing agreement to the extent not paid or reimbursed from the Interest Remittance Amount.

"Realized Loss" is (a) for any defaulted Mortgage Loan, the excess of the Stated Principal Balance of such defaulted Mortgage Loan over the Net Liquidation Proceeds with respect thereto, (b) for any Mortgage Loan that has become the subject of a Deficient Valuation, the excess of the Stated Principal Balance of such Mortgage Loan over the principal amount as reduced in connection with the proceedings resulting in the Deficient Valuation; or (c) for any Mortgage Loan that has become the subject of a Debt Service Reduction, the present value of all monthly Debt Service Reductions on such Mortgage Loan, assuming that the mortgagor pays each scheduled monthly payment on the applicable due date and that no principal prepayments are received on such Mortgage Loan, discounted monthly at the applicable Mortgage Rate. To the extent the servicer receives Subsequent Recoveries with respect to any Mortgage Loan, the amount of the Realized Loss with respect to that Mortgage Loan will be reduced to the extent that such Subsequent Recoveries are applied to reduce the Certificate Principal Balance of any class of certificates on any distribution date.

"Relief Act" means the Servicemembers Civil Relief Act of 2003, as amended, or any similar state or local law.

"Senior Enhancement Percentage" with respect to any distribution date will be the fraction, expressed as a percentage, the numerator of which is the sum of the aggregate Certificate Principal Balance of the Subordinate Certificates and the Overcollateralization Amount, in each case after giving effect to payments on such distribution date, and the denominator of which is the Aggregate Loan Balance for such distribution date.

"Senior Principal Payment Amount" with respect to any distribution date on or after the Stepdown Date and as long as a Trigger Event is not in effect with respect to such distribution date, will be the amount, if any, by which (x) the Certificate Principal Balances of the Senior Certificates immediately prior to such distribution date exceed (y) the lesser of (A) the product of (i) approximately 55.10% and (ii) the Aggregate Loan Balance for such distribution date and (B) the

amount, if any, by which (i) the Aggregate Loan Balance for such distribution date exceeds (ii) 0.50% of the Aggregate Loan Balance as of the Cut-off Date.

"Servicer Remittance Date" will be the 23rd day of each month, and if the 23rd day is not a business day, the business day immediately preceding such 23rd day.

"Stated Principal Balance" of any Mortgage Loan means, with respect to any distribution date, the Cut-off Date principal balance thereof minus the sum of

(i) the principal portion of all scheduled monthly payments due from the borrower with respect to such Mortgage Loan during the Due Periods ending prior to such distribution date (and irrespective of any delinquency in such payments);

(ii) all prepayments of principal with respect to such Mortgage Loan received prior to or during the related Prepayment Period, and all Liquidation Proceeds to the extent applied by the related servicer as recoveries of principal in accordance with the pooling and servicing agreement or the servicing agreement, as applicable, that were received by the related servicer as of the close of business on the last day of the Prepayment Period related to such distribution date; and

(iii) any Realized Loss thereon incurred prior to or during the related Prepayment Period.

The Stated Principal Balance of any liquidated Mortgage Loan is zero.

"Stepdown Date" will be the later to occur of (x) the distribution date in November 2009 and (y) the first distribution date on which the Senior Enhancement Percentage (calculated for this purpose only after taking into account distributions of principal on the Mortgage Loans, but prior to any distributions to the holders of the Senior Certificates and Subordinate Certificates then entitled to distributions of principal on such distribution date) is greater than or equal to approximately 44.90%.

"Subsequent Recoveries" means the amounts recovered by the servicer (net of reimbursable expenses) with respect to a defaulted Mortgage Loan with respect to which a Realized Loss was incurred, after the liquidation or disposition of such Mortgage Loan.

"Swap Provider Trigger Event" means the occurrence of an event of default (under the Interest Rate Swap Agreement) with respect to which the Swap Provider is a defaulting party, a Termination Event (under the Interest Rate Swap Agreement) with respect to which the Swap Provider is the sole affected party or an additional termination event (under the Interest Rate Swap Agreement) with respect to which the Swap Provider is the sole affected party.

"Swap Termination Payment" means the payment to be made by the Supplemental Interest Trust to the Swap Provider, or by the Swap Provider to the Supplemental Interest Trust, as applicable, pursuant to the terms of the Interest Rate Swap Agreement upon the occurrence of an early termination.

"Targeted Overcollateralization Amount" with respect to any distribution date prior to the Stepdown Date, approximately 2.25% of the Aggregate Loan Balance as of the Cut-off Date; with respect to any distribution date on or after the Stepdown Date and with respect to which a